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Securities and Exchange Commission
Division of Corporate Finance
Office of International Corporate Finance
100 F Street, NE
Washington, DC 20549
USA

10 September 2007

Dear Sir or Madam

SUPPL

File No. 82-4964
Alliance & Leicester plc, Rule 12g3-2(b) Exemption
June Submissions

Please find enclosed certain information furnished on behalf of Alliance & Leicester plc, Rule 12g3-2(b) File No. 82-4964, submitted pursuant to paragraph (b)(1)(iii) of Rule 12g3-2 under the Securities Exchange Act of 1934, as amended (the **Exchange Act**) for the period 1 July to 31 August 2007

Such information is being furnished with the understanding that it will not be deemed to be "filed" with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and neither this letter nor the furnishing of such information shall constitute an admission for any purpose that Alliance & Leicester plc is subject to the Exchange Act.

Yours sincerely,

Sandra Odell
Deputy Secretary

Tel : 0116 200 4352
Fax : 0116 200 4390
Email : sandra.odell@alliance-leicester.co.uk

ENCLS

PROCESSED

OCT 03 2007

**THOMSON
FINANCIAL**

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10/2

**Rule 12g3-2(b) File No. 82-4964
List of Enclosed Information**

July/August 2007

Information made public pursuant to the laws of England and Wales

G88(2) Return of Allotment of Shares x 30 – various dates

Information filed with the UKLA or the LSE and made public thereby

**Notification of Transactions of Persons discharging managerial responsibility
or connected persons**

Various	6 July 2007
Various (x 2)	31 July 2007
Various	7 August 2007
Simon Baum	16 August 2007
Mary Francis	23 August 2007
Rhodes/Dawkins/Baum	30 August 2007

Interim Results – 6 months ended 30 June 2007

Voting Rights and Capital – July 2007

Voting Rights and Capital – August 2007

TR1 – Notification of Major Interests in Shares re Legal & General Grp plc

Information distributed to the Company's security holders

Nil



Companies House
for the record

File No. 82-4964

2001 SEP 27 10:20
1774-17

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

Day Month Year

2 8 0 6 2 0 0 7

To

Day Month Year

2 8 0 6 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

2000

Nominal value of each share

50p

**Amount (if any) paid or due on each
share (including any share premium)**

£8.81

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

**When you have completed and signed the form send it to
the Registrar of Companies at:**

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

**This form has been provided free of charge
by Companies House.**

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE		Class of shares allotted	Number allotted
Address		Ordinary 50p	2,000
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			

Please enter the number of continuation sheets (if any) attached to this form

1

Signed



Date

3 July 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

<u>Scheme</u>	Approved Company Share Option Scheme
Batch NO	125

28/06/2007

[illegible]

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Return of Allotment of Shares

3263713

Company Name in full

Alliance & Leicester plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

Day Month Year

0	3	0	7	2	0	0	7
---	---	---	---	---	---	---	---

To

Day Month Year

--	--	--	--	--	--	--	--

Class of shares

(ordinary or preference etc)

Ordinary

Ordinary

Ordinary

Number allotted

600

331

387

Nominal value of each share

0.50p

0.50p

0.50p

Amount (if any) paid or due on each
share (including any share premium)

668

705

813

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%

Consideration for which the shares
were allotted

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

N/A

Companies House receipt date barcode

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send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) SEE ATTACHED SCHEDULES	Class of shares allotted Ordinary	Number allotted 1318
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

Date 5 July 2007

** Please delete as appropriate

Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Sue Kettell, Share Plans, Alliance & Leicester plc

Carlton Park, Narborough, Leicester LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange Leicester 14

668

SCHEDULE OF ALLOTMENTS UNDER THE
ALLIANCE & LEICESTER SHARES/SAVE PLAN

Date: 03 July 2007

Alliance
Leicester

Early Exercise 2004 Plan

Name		Address		Total Options Exercised	
MRS	JILL	4 BROWNS CLOSE	MAWSLEY	NORTHANTS	NN14 1GL
MRS	SYLVIA	24 LEOPOLD ROAD	WATERLOO	L22 6QZ	
MR	NICHOLAS	51 LEATHERHEAD ROAD	ASSTEAD	K121 2TP	

Total

SCHEDULE OF ALLOTMENTS UNDER THE
ALLIANCE & LEICESTER SHARES AVE PLAN

Date: 03 July 2007

Alliance
Leicester

Early Exercise 2005 Plan

Name		Address		Total Options Exercised	
MRS	JILL	4 BROWNS CLOSE	MAWSLEY	KETTERING	NN14 1GL
MRS	SYLVIA	24 LEOPOLD ROAD	WATERLOO	LIVERPOOL	L22 6QZ
MRS	CAROLE	56 BLUNDELL ROAD	HIGHTOWN	LIVERPOOL	L38 9EQ

Total

SCHEDULE OF ALLOTMENTS UNDER THE ALLIANCE & LEICESTER SHARES AVE PLAN

Date: 03 July 2007

Alliance
Leicester

Early Exercise 2006 Plan

Name				Address			Total Options Exercised
MRS	JILL	BEEVERS	4 BROWNS CLOSE	MAWSLEY	KETTERING	NORTHANTS NN14 1GL	
MR	NICHOLAS	FREEMAN	51 LEATHERHEAD ROAD	ASSTEAD	SURREY	KT21 2TP	

Total

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Company Name in full

Return of Allotment of Shares

3263713

Alliance & Leicester plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

Day	Month	Year
0	5	0
7	2	0
	0	7

To

Day	Month	Year

Class of shares

(ordinary or preference etc)

Ordinary		
9,074		
0.50p		
11.25		

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%		

Consideration for which the shares
were allotted

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

N/A

Companies House receipt date barcode

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for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Names and addresses of the allottees

Shareholder details (list joint allottees as one shareholder)	Shares and share class allotted	
Name(s) CAPITA IRG LIMITED	Class of shares allotted Ordinary	Number allotted 9074
Address 34 BECKENHAM ROAD BECKENHAM KENT		
UK postcode BR3 4TU		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

☐

Signed

Date 06 July 2007

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Sue Kettell, Share Plans, Alliance & Leicester plc	
Carlton Park, Narborough, Leicester LE19 0AL	
Tel 0116 200 2778	
DX number 11000	DX exchange Leicester 14

2001 SEP 27 A 9 23

(Revised 2005)

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

3263713

Company Name in full

Alliance & Leicester plc

Return of Allotment of Shares

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

Day Month Year

2 6 0 7 2 0 0 7

To

Day Month Year

Class of shares

(ordinary or preference etc)

Ordinary

Ordinary

Ordinary

Number allotted

878

563

215

Nominal value of each share

0.50p

0.50p

0.50p

Amount (if any) paid or due on each
share (including any share premium)

668

705

813

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%

Consideration for which the shares
were allotted

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

N/A

Companies House receipt date barcode

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Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

09/2005

DX 235 Edinburgh or LP - 4 Edinburgh 2

Names and addresses of the allottees

Shareholder details (list joint allottees as one shareholder)	Shares and share class allotted	
Name(s) SEE ATTACHED SCHEDULES	Class of shares allotted Ordinary	Number allotted 1656
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

Date 26 July 2007

** Please delete as appropriate

Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Sue Kettell, Share Plans, Alliance & Leicester plc

Carlton Park, Narborough, Leicester LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange Leicester 14

668

**SCHEDULE OF ALLOTMENTS UNDER THE
ALLIANCE & LEICESTER SHARES/SAVE PLAN**

Date: 26 July 2007

Alliance
Leicester

Early Exercise 2004 Plan

Name	Address	Total Options Exercised
MRS VALERIE HINTON	SOUTH	L31 7DQ 375
MRS ALISON JONES	5 WESTBRIDGE	L31 2PQ 375
MISS KIM TREANOR	81 FRIAR STREET	WA10 6NS 128
Total		878

SCHEDULE OF ALLOTMENTS UNDER THE
ALLIANCE & LEICESTER SHARESAVE PLAN

Date: 26 July 2007

Alliance-
Leicester

Early Exercise 2005 Plan

Name	Address	Total Options Exercised
MRS VALERIE HINTON	SOUTH	L31 7DQ 302
MRS ALISON JONES	5 WESTBRIDGE	L31 2PQ 182
MISS KIM TREANOR	81 FRIAR STREET	WA10 6NS 79
Total		563

**SCHEDULE OF ALLOTMENTS UNDER THE
ALLIANCE & LEICESTER SHARESAVE PLAN**

Date: 26 July 2007

 Alliance
Leicester

Early Exercise 2006 Plan

Name	Address	Total Options Exercised
MRS COLETTE WILLIAMS	DRIVE FORMBY LIVERPOOL L37 2LX	215
Total		215



Companies House

for the record

88(2)

Return of Allotment of Shares

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From

Day Month Year

0	3	0	8	2	0	0	7
---	---	---	---	---	---	---	---

To

Day Month Year

0	3	0	8	2	0	0	7
---	---	---	---	---	---	---	---

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

1597

Nominal value of each share

50p

**Amount (if any) paid or due on each
share** *(including any share premium)*

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

***This form has been provided free of charge
by Companies House.***

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted Ordinary 50p _____ _____ _____ 	Number allotted 1,597 _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

Date

6.8.07

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

Unapproved Company Share Option Scheme

<u>Scheme</u>	Batch NO
1	1
2	2
3	3
4	4
5	5
6	6
7	7
8	8
9	9
10	10
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93	93
94	94
95	95
96	96
97	97
98	98
99	99
100	100

03/08/2007

1597	1,597	0
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Companies House

for the record

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2001 SEP 27 A 9 23

88(2)

COMPANIES ACT 1985
CORPORATE

Return of Allotment of Shares

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From

To

Day Month Year

Day Month Year

0 2 0 8 2 0 0 7

0 2 0 8 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Ordinary

Number allotted

6408

1000

Nominal value of each share

50p

50p

**Amount (if any) paid or due on each
share *(including any share premium)***

£8.34

£6.70

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

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the Registrar of Companies at:**

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

***This form has been provided free of charge
by Companies House.***

Form revised 10/03

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULES		Class of shares allotted	Number allotted
Address		Ordinary 50p	7,408
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		

Please enter the number of continuation sheets (if any) attached to this form

2

Signed

Date

6.8.07

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

Unapproved Company Share Option Scheme

Schedule of Allotments
Date of Exercise:

[illegible]

6889	6,885	0
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6,885 0

Batch NO

129

Schedule of Allotments

Date of Exercise: 02/08/2007

[illegible]



Companies House

for the record

RECEIVED
1997 SEP 27 A 9:20
COMPANIES HOUSE
CARDIFF

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

Day Month Year

3 0 7 2 0 0 7

To

Day Month Year

3 0 7 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

942

Nominal value of each share

50p

Amount (if any) paid or due on each
share (including any share premium)

£8.60

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

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DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

This form has been provided free of charge
by Companies House.

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ Ordinary 50p _____ _____ _____ 	Number allotted _____ 942 _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

[Signature]

Date

6.8.07

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

Unapproved Company Share Option Scheme

Batch NO

30/07/2007

Surname
Groves

26 Sandy Road Norton Stourbridge West Midlands DY8 3AH

the West Midlands DY8 3AH

DY8 3AH

[illegible]

0



Companies House

for the record

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

0 1 0 8 2 0 0 7

0 1 0 8 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

11172

Nominal value of each share

50p

**Amount (if any) paid or due on each
share (including any share premium)**

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

Companies House receipt date barcode

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DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Batch NO

Unapproved Company Share Option Scheme

128

Schedule of Allotments

Date of Exercise:

01/08/2007

[illegible]



Companies House

for the record

File No. 82-4964

88(2)

Please complete in typescript, or
in bold black capitals.

Return of Allotment of Shares

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

3 0 0 7 2 0 0 7

3 0 0 7 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

26751

Nominal value of each share

50p

Amount (if any) paid or due on each
share (including any share premium)

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

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DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

**This form has been provided free of charge
by Companies House.**

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULES _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted Ordinary 50p _____ _____ _____ 	Number allotted 26,751 _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

2

Signed

Date

6.8.07

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme Approved Company Share Option Scheme
Batch NO 126

Schedule of Allotments
Date of Exercise:

30/07/2007

Forenames	Surname	Address	LE2 ZAB Waterville	Peterborough	PE2 5DY	Quantity to Exercise	Issue to Cazenove Nominees		Issue to participant	Issue to S
							Limited (Sale)	Limited (Sale)		
Andrew Mark Edmund	Muddimer Smy	10 Storeygate Road 3 Martins Way	0	0	0	1055	1,055	1,055	0	0
	0	0	0	0	0	1648	1,648	1,648	0	0
	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0
							2703	2,703	0	0

ALLIANCE & LEICESTER PLC**Scheme**

Batch NO

Unapproved Company Share Option Scheme

126

Schedule of Allotments

Date of Exercise:

30/07/2007

Forename	Surname	Address	6 Yew Tree Close	Willoughby Waterleys	Leicestershire	LE8 6BU	WA6 9QG	Quantity to Exercise	Issue to Nominees Limited (Sale)	Issue to participant	Sp
Donna Marie	Leech	Mannville House	Nemos Close	Helsby	Frodsham	Cheshire		1697	1,697	0	0
Fiona Jane	Thompson	Rocholme	Scarisbrick	Southport	Merseyside	PR8 5LL		1636	1,636	0	0
Mark Percival	Tomlinson	9 Pinewood Close	Sandmead Road	Sandford	Winscombe	North Somerset	BS25 5QG	6402	6,402	0	0
Simon Mark	Brady	Orchard View	Oadby	Leicester	Leicestershire	LE2 5RN		3781	3,781	0	0
Glyn Roy	Evans	29 Fairstone Hill	Eastbourne	East Sussex	BN22 8XJ			1602	1,602	0	0
Mehrdad	Yousefi	4 Mayfield Place	Leicester	LE2 2AB				4863	4,863	0	0
Andrew Mark	Muddimer	10 Stoneygate Road	Norton	Stourbridge	West Midlands	DY8 3AH		913	913	0	0
Keith Lawrence	Groves	26 Sandy Road	Narborough	Leicester	LE19 2RH			1644	1,644	0	0
David Stephen	Mccarthy	29 Robotham Close						1510	1,510	0	0
								24048	24,048	0	0

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Return of Allotment of Shares

3263713

Company Name in full

Alliance & Leicester plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

To

Day	Month	Year
08	08	2007

Day	Month	Year

Class of shares

(ordinary or preference etc)

Ordinary		
10,015		
0.50p		
10.20		

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

**If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:**

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%		

Consideration for which the shares
were allotted

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

N/A

Companies House receipt date barcode

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send it to the Registrar of Companies at:**

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for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) CAPITA IRG TRUSTEES LTD	Class of shares allotted Ordinary	Number allotted 10015
Address THE REGISTRY 34 BECKENHAM ROAD BECKENHAM KENT		
UK postcode BR3 4TU		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

Date 08-08-2007

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Sue Kettell, Share Plans, Alliance & Leicester plc
Carlton Park, Narborough, Leicester LE19 0AL
Tel 0116 200 2778
DX number 11000 DX exchange Leicester 14



Companies House

for the record

File No. 82-4964

2011/12/27 A 9:20

88(2)

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Return of Allotment of Shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
*(If shares were allotted on one date
enter that date in the "from" box)*

From

To

Day Month Year

Day Month Year

0 7 0 8 2 0 0 7

0 7 0 8 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

5411

Nominal value of each share

50p

**Amount (if any) paid or due on each
share** *(including any share premium)*

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**
*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

Companies House receipt date barcode

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For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE		Class of shares allotted	Number allotted
Address		Ordinary 50p	5,411
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

Date

7 August 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

Batch NO

Unapproved Company Share Option Scheme

131

Schedule of Allotments

Date of Exercise:

07/08/2007

[illegible]

Please complete in typescript, or
in bold black capitals.

Return of Allotment of Shares

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

Day Month Year

0	6	0	8	2	0	0	7
---	---	---	---	---	---	---	---

To

Day Month Year

0	6	0	8	2	0	0	7
---	---	---	---	---	---	---	---

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

4633

Nominal value of each share

50p

Amount (if any) paid or due on each
share (including any share premium)

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted
(This information must be supported by
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N/A

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For companies registered in Scotland

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or LP - 4 Edinburgh 2

Companies House receipt date barcode

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by Companies House.**

Shareholder details

Shares and share class allotted

Name SEE ATTACHED SCHEDULE	Class of shares allotted	Number allotted
Address	Ordinary 50p	4,633
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

Date

7 August 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

Unapproved Company Share Option Scheme

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

06/08/2007

[illegible]

4633

4,633



Companies House

for the record

88(2)

Return of Allotment of Shares

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From

Day Month Year

0	7	0	8	2	0	0	7
---	---	---	---	---	---	---	---

To

Day Month Year

0	7	0	8	2	0	0	7
---	---	---	---	---	---	---	---

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

1725

Nominal value of each share

50p

**Amount (if any) paid or due on each
share** *(including any share premium)*

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

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ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

132

07/08/2007

Forename

Michael Ernest

Surname

Ashton

Address

10 Denis Road Burbage Hinckley Leicestershire LE10 2LR

Issue to Cazenove

Quantity to Exercise

0 1725

Issue to Nominees Limited (Sale)

1,725

Issue to participant

0

1725

1,725

0



Companies House

for the record

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

RECEIVED
001 SEP 27 A 9:22
REGISTERED
INCORPORATED IN ENGLAND

88(2)

Return of Allotment of Shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From

To

Day Month Year

Day Month Year

0 8 0 8 2 0 0 7

0 8 0 8 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

60701

Nominal value of each share

50p

**Amount (if any) paid or due on each
share** *(including any share premium)*

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

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For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

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by Companies House.***

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted Ordinary 50p _____ _____ _____ 	Number allotted 60,701 _____ _____ _____
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

Date

8.8.07

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Unapproved Company Share Option Scheme
129

Schedule of Allotments

Date of Exercise:

02/08/2007

Forename

Richard Alan

Surname	Address	Hertfordshire	AL9 7AF	Quantity to Exercise	Issue to Nominees Limited (Sale)	Issue to participant	Issued
Pym	24 Mymms Drive	Brookmans Park	Hatfield	0	60701	60,701	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0

60701

60,701

0



Companies House

for the record

FILE NO. 82-4964

RECEIVED

FILED 27 APR 2007

27 APR 2007

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

0 8 0 8 2 0 0 7

0 8 0 8 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

4546

Nominal value of each share

50p

Amount (if any) paid or due on each
share (including any share premium)

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

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DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

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by Companies House.

Form revised 10/03

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULES _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted Ordinary 50p _____ _____ _____ 	Number allotted 4,546 _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

3

Signed

Date

1.8.07

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme Approved Company Share Option Scheme
Batch NO 133

Schedule of Allotments
Date of Exercise:

08/08/2007

Forenames	Surname	Address	Issue to Cazenove Nominees				Quantity to Exercise	Issue to Cazenove Nominees		Issue to participant	Issue to Sp
			Learnington Spa	CV32 6DU	Blantyre Street	Manchester M15 4LG		Limited (Sale)			
Martyn Dean	Jackson	198 Rugby Road	Worsley Mill	0	0	0	0	1467	1,467	0	0
Alexander	Smith	Flat 49	0	0	0	0	0	1327	1,327	0	0
	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0
								2794	2,794	0	0

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

133

08/08/2007

Forename

Martyn Dean

Surname

Jackson

Address

198 Rugby Road Milverton Leamington Spa CV32 6DU

Quantity to
Exercise
0

Issue to
Nominees Limited
(Sale)
200

Issue to
participant
0

Issue to
Spouse
0

200

200

0

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

133

08/08/2007

Forename

Sandra Judith

Surname

Odell

Address

10 Wards Lane Yelvertoft Northamptonshire NN6 6LY

Quantity to Exercise

0

Issue to Nominees Limited (Sale)

1552

Issue to participant

0

Issue to participant

0

1552

1,552

0



Companies House
for the record

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

0 9 0 8 2 0 0 7

0 9 0 8 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

4208

Nominal value of each share

50p

Amount (if any) paid or due on each
share (including any share premium)

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

Companies House receipt date barcode

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ Ordinary 50p	Number allotted _____ _____ _____ 4,208
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

9.8.07

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Unapproved Company Share Option Scheme

134

Schedule of Allotments

Date of Exercise:

09/08/2007

Forename

Ewan

Surname

Edwards

Address

Dalestorth Farm

Main Street

Allington

Grantham

Lincolnshire

NG32 2DN

**Quantity to
Exercise**

4208

**Issue to Cazenove
Nominees Limited
(Sale)**

4,208

**Issue to
participant**

0

4208

4,208

0

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Return of Allotment of Shares

3263713

Company Name in full

Alliance & Leicester plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
1	3	0	8	2	0
		0			8

Day	Month	Year

Class of shares

(ordinary or preference etc)

Ordinary	Ordinary	Ordinary
138	516	318
0.50p	0.50p	0.50p
689	668	705

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%		

Consideration for which the shares
were allotted

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

N/A

Companies House receipt date barcode

When you have completed and signed the form please
send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Shareholder details (list joint allottees as one shareholder)	Shares and share class allotted	
Name(s) Louise Waite	Class of shares allotted Ordinary	Number allotted 138
Address 72 Scargill Road West Hallam Derby		
UK postcode DE7 6LF		
Name(s) John Marsh	Class of shares allotted Ordinary	Number allotted 834
Address 44 Arundel Road Hillside Southport Merseyside		
UK postcode PR8 3DQ		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

☐

Signed

Date 13 Aug 2007

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Sue Kettell, Share Plans, Alliance & Leicester plc

Carlton Park, Narborough, Leicester LE19 0AL

Tel 0116 200 4376

DX number 11000

DX exchange Leicester 14

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

3263713

Company Name in full

Alliance & Leicester plc

Return of Allotment of Shares

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
1	6	0	8	2	0
		0			8

Day	Month	Year

Class of shares

(ordinary or preference etc)

Ordinary	Ordinary	
1,342	2,408	
0.50p	0.50p	
6.89	6.32	

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%		

Consideration for which the shares
were allotted

(This information must be supported by the original
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N/A

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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Names and addresses of the allottees

Shareholder details (list joint allottees as one shareholder)	Shares and share class allotted	
Name(s) Harsha Patel	Class of shares allotted Ordinary	Number allotted 1342
Address 2 Greaves Avenue Melton Mowbray Leics		
UK postcode LE13 0LE		
Name(s) Alan Smith	Class of shares allotted Ordinary	Number allotted 2408
Address Woodhill Ormes Lane Tettenhall Wood Wolverhampton		
UK postcode WV6 8LL		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

☐

Signed

Date 16 Aug 2007

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

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Sue Kettell, Share Plans, Alliance & Leicester plc	
Carlton Park, Narborough, Leicester LE19 0AL	
Tel 0116 200 4376	
DX number 11000	DX exchange Leicester 14



Companies House
for the record

88(2)

Please complete in typescript, or
in bold black capitals.

Return of Allotment of Shares

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

2 4 0 8 2 0 0 7

2 4 0 8 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

2418

Nominal value of each share

50p

Amount (if any) paid or due on each
share (including any share premium)

£0.00

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

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or LP - 4 Edinburgh 2

Companies House receipt date barcode

*This form has been provided free of charge
by Companies House.*

ALLIANCE & LEICESTER PLC**Scheme****Batch NO**

Deferred Bonus Plan

142

Schedule of Allotments**Date of Exercise:****24/08/2007**

Forename	Surname	Address	Quantity to Exercise	Issue to Cazenove		Issue to participant	Issued
				Nominees Limited	(Sale)		
Brian	Cheyne	4 The Mount Aspley Guise Bedfordshire MK17 8EA	0	305	305	0	0
Brian	Cheyne	4 The Mount Aspley Guise Bedfordshire MK17 8EA	0	1098	1,098	0	0
Brian	Cheyne	4 The Mount Aspley Guise Bedfordshire MK17 8EA	0	366	366	0	0
Brian	Cheyne	4 The Mount Aspley Guise Bedfordshire MK17 8EA	0	649	649	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0
			2418	2,418	0	0	0



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for the record

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2003

88(2)

Return of Allotment of Shares

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From

To

Day Month Year

Day Month Year

2 3 0 8 2 0 0 7

2 3 0 8 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

3236

Nominal value of each share

50p

**Amount (if any) paid or due on each
share *(including any share premium)***

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

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For companies registered in England and Wales

DX 33050 Cardiff

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For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

***This form has been provided free of charge
by Companies House.***

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE		Class of shares allotted	Number allotted
Address		Ordinary 50p	3,236
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

[Signature]

Date

28 August 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

141

23/08/2007

Forename

Charles Stuart

Nicholas A

Surname

Wilson

Cooper

0

0

Address

The Lake House

24 Heron Road

0

0

15 Malthouse Meadow

Oakham

0

0

Hillfield Hall

Rutland

0

0

Solihull

Leicestershire

0

0

B91 3DB

LE15 6BN

0

0

Issue to Cazenove

Quantity to

Exercise

0

0

0

0

Issue to

participant

1,732

1,504

0

0

Issue to

Spouse

0

0

0

0

3,236

3,236

0



Companies House

for the record

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001 SEP 27 A 9 43
2001

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

2 2 0 8 2 0 0 7

2 2 0 8 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Ordinary

Number allotted

3770

1100

Nominal value of each share

50p

50p

**Amount (if any) paid or due on each
share (including any share premium)**

£8.34

£6.70

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

100

**Consideration for which
the shares were allotted**
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

Companies House receipt date barcode

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Form revised 10/03

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULES _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ Ordinary 50p _____ _____ Number allotted _____ 4,870 _____ _____	
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ Number allotted _____ _____ _____ _____	
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ Number allotted _____ _____ _____ _____	
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ Number allotted _____ _____ _____ _____	
Name _____ Address _____ _____ UK Postcode _ _ _ _ _		Class of shares allotted _____ _____ _____ Number allotted _____ _____ _____ _____	

Please enter the number of continuation sheets (if any) attached to this form

2

Signed

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

28 August 2007

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Unapproved Company Share Option Scheme

140

Schedule of Allotments

Date of Exercise:

22/08/2007

Forename	Surname	Address	Staffordshire	Leicestershire	ST10 2JR	LE2 1XH	Quantity to Exercise	Issue to Nominees Limited (Sale)	Issue to participant	Sp
Adrian Paul	Hallard	Hay House Farm	Belmont Road	Ipstones			0	2272	2,272	0
Nicola Jane	Veall	60 Howard Road	Clarendon Park	Leicester			0	1100	1,100	0
							3372	3372	0	0

<u>Scheme</u>	Approved Company Share Option Scheme
<u>Batch NO</u>	140

22/08/2007

[illegible]



***Please complete in typescript, or
in bold black capitals.***

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

88(2)

Return of Allotment of Shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

1	3	0	8	2	0	0	7
---	---	---	---	---	---	---	---

1	3	0	8	2	0	0	7
---	---	---	---	---	---	---	---

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each share (including any share premium)

Ordinary

Ordinary

6204

2338

50p

50p

£8.34

£0.00

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

100

100

Consideration for which
the shares were allotted

(This information must be supported by the duly-stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)

N/A

When you have completed and signed the form send it to the Registrar of Companies at:

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

***This form has been provided free of charge
by Companies House.***

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULES _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted Ordinary 50p _____ _____ _____ 	Number allotted 8,542 _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

2

Signed

Date

28 August 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 08L

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

Deferred Bonus Plan
136

Schedule of Allotments
Date of Exercise:

13/08/2007

[illegible]

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

136

13/08/2007

Forename

Ian Stewart

Stephen

Surname

Rubery

Hay

Address

42 Mill Hill

10 Camforth Close

Baginton

Croxleth Park

Coventry

West Derby

CV8 3AG

Merseyside L12 0HP

0

Issue to Cazenove

Quantity to Exercise

0

4323

Issue to Nominees Limited (Sale)

0

4,323

Issue to participant

0

1,881

Issue to Sponsor

0

0

6,204

6204

0



Companies House

for the record

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

	From			To		
Date or period during which shares were allotted <i>(If shares were allotted on one date enter that date in the "from" box)</i>	Day	Month	Year	Day	Month	Year
	2	3	0 8	2	0	0 7

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

1907

Nominal value of each share

50p

Amount (if any) paid or due on each
share *(including any share premium)*

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

Companies House receipt date barcode

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE		Class of shares allotted	Number allotted
Address		Ordinary 50p	1,907
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	_____		

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

Date

28 August 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

140

23/08/2007

Forename

Roy

Surname

Hewitt

Address

6 Howells Avenue Great Sutton South Wirral CH66 2SZ

Quantity to
Exercise
0

Issue to Nominees Limited
(Sale)
1,907

Issue to participant
0

1907

1,907

0



Companies House

for the record

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2003 SEP 27 A 9 22

88(2)

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

RETURN OF ALLOTMENT OF SHARES

Return of Allotment of Shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From

To

Day Month Year

Day Month Year

1 0 8 2 0 0 7

1 0 8 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Ordinary

Ordinary

Number allotted

8447

5441

2338

Nominal value of each share

50p

50p

50p

**Amount (if any) paid or due on each
share** *(including any share premium)*

£8.34

£8.60

£0.00

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

***This form has been provided free of charge
by Companies House.***

Shareholder details

Shares and share class allotted

Name SEE ATTACHED SCHEDULES	Class of shares allotted	Number allotted
Address	Ordinary 50p	16,226
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		

Please enter the number of continuation sheets (if any) attached to this form

3

Signed

Date

28 August 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Unapproved Company Share Option Scheme

Scheme

135

Batch NO

Schedule of Allotments

Date of Exercise:

10/08/2007

Forename

Gordon Graham

Surname

Daniels

Address

20 Kingston Close Mere View

Bolton Road

Bury Lancashire BL8 2EN

Quantity to
Exercise

1994

Issue to Cazenove
Nominees Limited
(Sale)

1,744

Issue to
participant S

250

250

1994

1,744

250

ALLIANCE & LEICESTER PLC

Scheme
Deferred Bonus Plan
Batch NO 135

Schedule of Allotments
Date of Exercise:

10/08/2007

Forename	Surname	Address	Hopton Wafers	Nr Cleobury	Mortimer	Shropshire	DY14 0NA	Quantity to Exercise	Issue to Nominees Limited (Sale)	Issue to participant	Sp
Charles Toby Fitzherbert	White	The Manor House	0	0	0	0	0	2338	2,338	0	0
	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	2338	2,338	0	0

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

135

10/08/2007

Forename

Charles Toby Fitzherbert

Charles Toby Fitzherbert

Surname

White

White

Address

The Manor House

The Manor House

Hopton Wafers

Hopton Wafers

Nr Cleobury

Nr Cleobury

Mortimer

Mortimer

Shropshire

Shropshire

DY14 0NA

DY14 0NA

Issue to Cazenove

Quantity to

Exercise

6453

5441

Nominees Limited

(Sale)

6453

5441

Issue to

participant

6,453

5,441

0

11,894

11,894

0



Companies House
for the record

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

1 3 0 8 2 0 0 7

1 3 0 8 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

4012

Nominal value of each share

50p

Amount (if any) paid or due on each
share (including any share premium)

£8.60

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

Companies House receipt date barcode

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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

ALLIANCE & LEICESTER PLC

Scheme
Batch NO

Unapproved Company Share Option Scheme
135

Schedule of Allotments
Date of Exercise:

13/08/2007

Forename
Georgina Wendy

Surname
Broad

Address
Glebe House

13 Station Road

Market Bosworth

Leicestershire

CV13 0JS

Quantity to
Exercise
0

Issue to
Nominees Limited
(Sale)
4,012

Issue to
participant
0

4012

4,012

0



Companies House

for the record

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

2007 SEP 27 A 12:22
OFFICE OF THE
CORPORATE

88(2)

Return of Allotment of Shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
*(If shares were allotted on one date
enter that date in the "from" box)*

From

Day Month Year

1 5 0 8 2 0 0 7

To

Day Month Year

1 5 0 8 2 0 0 7

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

6278

Nominal value of each share

50p

Amount (if any) paid or due on each
share *(including any share premium)*

£0.00

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

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DX 33050 Cardiff

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For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

*This form has been provided free of charge
by Companies House.*

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted Ordinary 50p _____ _____ _____ 	Number allotted 6,278 _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

1

Signed



Date

28 August 2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

Batch NO

138

Schedule of Allotments

Date of Exercise:

15/08/2007

[illegible]



Companies House

for the record

RECEIVED
2001 SEP 27 A 9 43

88(2)

*Please complete in typescript, or
in bold black capitals.*

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester PLC

Return of Allotment of Shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From

Day Month Year

2 1 0 8 2 0 0 7

To

Day Month Year

2 1 0 8 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

1693

Nominal value of each share

50p

**Amount (if any) paid or due on each
share *(including any share premium)***

£8.34

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

N/A

**When you have completed and signed the form send it to
the Registrar of Companies at:**

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Companies House receipt date barcode

***This form has been provided free of charge
by Companies House.***

Form revised 10/03

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED SCHEDULE _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted Ordinary 50p _____ _____ _____ 	Number allotted 1,693 _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L		Class of shares allotted _____ _____ _____ 	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

28 August 2007

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SUE KETTEL, SHARE SCHEMES, ALLIANCE AND LEICESTER PLC,

CARLTON PARK, NARBOROUGH, LEICESTER, LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme

Batch NO

Schedule of Allotments

Date of Exercise:

Unapproved Company Share Option Scheme

139

21/08/2007

Forename

Barbara Hazel

Surname

Collier

Address

Anvils Rest

Forge End

East Stour

Nr Gillingham

Dorset

SP8 5NF

Issue to Cazenove

Quantity to

Exercise

1693

Issue to

Nominees Limited

(Sale)

1,693

Issue to

participant

0

Issue to

Sponsor

0

1693

1,693

0

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

3263713

Company name in full

Alliance and Leicester

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

0 4 0 9 2 0 0 7

0 4 0 9 2 0 0 7

Class of shares

(ordinary or preference etc)

Ordinary

Ordinary

Number allotted

13368

1401

Nominal value of each share

50p

50p

Amount (if any) paid or due on each
share (including any share premium)

£8.34

£8.60

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100

Consideration for which
the shares were allotted

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

N/A

When you have completed and signed the form send it to
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For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235
Edinburgh

Shareholder details

Shares and share class allotted

Name SEE ATTACHED SCHEDULES	Class of shares allotted	Number allotted
Address	ORDINARY 50p	14769
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

Date

5 September 2001

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

SUE KETTEL, SHARE SCHEMES, ALLIANCE + LEICESTER PLC	
CARTON PARK, NARBOROUGH, LEICESTER LE19 0AL	
Tel 0116 200 2778	
DX number 11000	DX exchange LEICESTER14

ALLIANCE & LEICESTER PLC

Scheme Unapproved Company Share Option Scheme

Batch NO 143

Schedule of Allotments

Date of Exercise 04/09/2007

Forename	Surname	Address	COMPTON ACRES	WEST BRIDGFORD	NOTTINGHAMSHIRE	NG2 7RX	Quantity to Exercise	Issue to Cazenove Nominees	Issue to participant	Issue to Spouse
DAVID	WARSOP	11 GREEN LEYS	WINWICK	WARRINGTON	CHESHIRE	WA2 8XB	1683	1,683	0	0
LESLIE	TOWERS	27 WINWICK PARK AVENUE	LADY GATE	DISEWORTH	DERBYSHIRE	DE74 2QF	6284	6,284	0	0
RICHARD A	SMITHIES	COBWEB COTTAGE	37 HAWTHORNE DRIVE	THORNTON	LEICESTERSHIRE	LE67 1AW	3826	3,826	0	0
WILLIAM	HAZELL	HILL BECK	37 HAWTHORNE DRIVE	THORNTON	LEICESTERSHIRE	LE67 1AW	1575	1,575	0	0
WILLIAM	HAZELL	HILL BECK	37 HAWTHORNE DRIVE	THORNTON	LEICESTERSHIRE	LE67 1AW	1401	1,401	0	0
							14769	14,769	0	0

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Return of Allotment of Shares

32363713

Company Name in full

Alliance & Leicester plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

Day	Month	Year
3	1	0 8 2 0 0 7

To

Day	Month	Year

Class of shares

(ordinary or preference etc)

Ordinary	Ordinary	Ordinary
1,716	354	166
0.50p	0.50p	0.50p
632	689	705

Number allotted

Nominal value of each share

**Amount (if any) paid or due on each
share (including any share premium)**

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

**If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:**

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%		

**Consideration for which the shares
were allotted**

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

N/A

Companies House receipt date barcode

**When you have completed and signed the form please
send it to the Registrar of Companies at:**

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for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Shareholder details (list joint allottees as one shareholder)	Shares and share class allotted	
Name(s) SEE ATTACHED SCHEDULES	Class of shares allotted Ordinary	Number allotted 2236
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

☐

Signed

Date 31 August 2007

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Sue Kettell, Share Plans, Alliance & Leicester plc	
Carlton Park, Narborough, Leicester LE19 0AL	
Tel 0116 200 2778	
DX number 11000	DX exchange Leicester 14

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Return of Allotment of Shares

32363713

Company Name in full

Alliance & Leicester plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

Day Month Year

3	1	0	8	2	0	0	7
---	---	---	---	---	---	---	---

To

Day Month Year

--	--	--	--	--	--	--	--

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

338

Nominal value of each share

0.50p

Amount (if any) paid or due on each
share (including any share premium)

813

List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as
paid up

% (if any) that each share is to be paid
up in cash

100%

Consideration for which the shares
were allotted

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

N/A

Companies House receipt date barcode

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for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Shareholder details (list joint allottees as one shareholder)	Shares and share class allotted	
Name(s) Debra Johnson	Class of shares allotted Ordinary	Number allotted 338
Address 48 Water Street Thornton Liverpool		
UK postcode L23 1TD		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

☐

Signed

Date 31 August 2007

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Sue Kettell, Share Plans, Alliance & Leicester plc

Carlton Park, Narborough, Leicester LE19 0AL

Tel 0116 200 2778

DX number 11000

DX exchange Leicester 14

File No. 82-4964

1. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R		Number of Shares Acquired	Price per Share £
	(1)(a) PDMR	(1)(b) Director		
R L Banks	Yes	Yes	11	11.25
D J Bennett	Yes	Yes	11	11.25
C S Rhodes	Yes	Yes	11	11.25
S G Baum	Yes		11	11.25
I D Buchanan	Yes		11	11.25
S G Dawkins	Yes		11	11.25
B P Glover	Yes		11	11.25
I J Hares	Yes		11	11.25
R J Hopwood	Yes		11	11.25
S Leonard	Yes		11	11.25
T S Lloyd	Yes		11	11.25
S Murphy	Yes		11	11.25
L Permutt	Yes		11	11.25
G Pilkington	Yes		11	11.25
G Wilkinson	Yes		11	11.25

3. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 2 and identify the connected person

N/A

4. Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest

Holding of persons named in 2 above

5. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

Ordinary Shares of 50p each

6. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them

Capita IRG Trustees Limited

7. State the nature of the transaction

Allocation of Partnership Shares under the Alliance & Leicester Share Incentive Plan

8. Number of Shares, debentures or financial instruments relating to shares acquired

165

9. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

Minimal

10. Number of shares, debentures or financial instruments relating to shares disposed

Nil

11. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage) Nil

Nil

12. Price per share or value of transaction

£11.25

13. Date and place of transaction

5 July 2007 – New shares allotted to participants in the United Kingdom

14. Date issuer informed of transaction

5 July 2007

15. Any additional information

None

16. Name of contact and telephone number for queries

Paul Askew

Telephone: 0116 200 4424

Name and signature of duly authorised officer of issuer responsible for making notification

Simon Lloyd
Group Secretary

Date of notification

6 July 2007

1. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R (1)(a) PDMR (1)(b) Director		Number of Shares on which options Granted	Exercise Price per Share £	Date of Grant
D J Bennett	Yes	Yes	40,368	10.17	30 July 2007
R L Banks	Yes	Yes	18,063	10.17	30 July 2007
C S Rhodes	Yes	Yes	27,129	10.17	30 July 2007
S K Astley	Yes		11,936	10.17	30 July 2007
G Pilkington	Yes		10,707	10.17	30 July 2007
G Wilkinson	Yes		8,722	10.17	30 July 2007
S G Dawkins	Yes		7,483	10.17	30 July 2007
I J Hares	Yes		8,156	10.17	30 July 2007
A P Robinson	Yes		7,170	10.17	30 July 2007
M A Thomas	Yes		20,280	10.17	30 July 2007
S Leonard	Yes		7,503	10.17	30 July 2007
S G Baum	Yes		8,888	10.17	30 July 2007
B P Glover	Yes		12,339	10.17	30 July 2007
T S Lloyd	Yes		12,906	10.17	30 July 2007
S Murphy	Yes		7,497	10.17	30 July 2007
F Rodford	Yes		8,758	10.17	30 July 2007
I D Buchanan	Yes		20,944	10.17	30 July 2007
R J Hopwood	Yes		8,156	10.17	30 July 2007

3. Period during which or date on which it can be exercised

Period of Exercise 30/07/2010 to 29/07/2017

4. Total amount paid (if any) for grant of the option

N/A

5. Description of shares or debentures involved (class and number)

Ordinary Shares of 50 pence

6. Any additional information

Grant of Unapproved Options under the Alliance & Leicester plc 2006 Company Share Option Plan

7. Name of contact and telephone number for queries

Paul Askew – 0116 200 4424

Name of duly authorised officer of issuer responsible for making notification

Simon Lloyd
Group Secretary

Date of notification

31 July 2007

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

1. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R (1)(a) PDMR (1)(b) Director	Number of Shares on which options	Exercise Price per Share	Date of Grant
		Granted	£	
G Pilkington	Yes	2,949	10.17	30 July 2007
B P Glover	Yes	2,949	10.17	30 July 2007
F Rodford	Yes	2,949	10.17	30 July 2007

3. Period during which or date on which it can be exercised

Exercise Period 30/07/2010 to 29/07/2017

4. Total amount paid (if any) for grant of the option

N/A

5. Description of shares or debentures involved (class and number)

Ordinary Shares of 50 pence

6. Any additional information

Grant of Approved Options under the Alliance & Leicester plc 2006 Company Share Option Plan

7. Name of contact and telephone number for queries

Paul Askew – 0116 200 4424

Name of duly authorised officer of issuer responsible for making notification

Simon Lloyd
Group Secretary

Date of notification

31 July 2007

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

1. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R (1)(a) PDMR (1)(b) Director	Number of Shares on which options	Exercise Price per Share	Date of Grant

I Buchanan

Yes

11,309

Nil

30 July 2007

3. Period during which or date on which it can be exercised

Exercise Period 30/07/2010 to 29/07/2012

4. Total amount paid (if any) for grant of the option

N/A

5. Description of shares or debentures involved (class and number)

Ordinary Shares of 50 pence

6. Any additional information

Nil cost options granted under the Alliance & Leicester plc Long Term Incentive Plan.

7. Name of contact and telephone number for queries

Paul Askew – 0116 200 4424

Name of duly authorised officer of issuer responsible for making notificationSimon Lloyd
Group Secretary**Date of notification**

31 July 2007

1. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R		Number of Shares Acquired	Price per Share £
	(1)(a) PDMR	(1)(b) Director		
D J Bennett	Yes	Yes	12	10.20
C S Rhodes	Yes	Yes	12	10.20
R L Banks	Yes	Yes	12	10.20
S G Baum	Yes		12	10.20
I D Buchanan	Yes		12	10.20
S G Dawkins	Yes		12	10.20
B P Glover	Yes		12	10.20
I J Hares	Yes		12	10.20
R J Hopwood	Yes		12	10.20
S Leonard	Yes		12	10.20
T S Lloyd	Yes		12	10.20
S Murphy	Yes		12	10.20
L Permutt	Yes		12	10.20
G Pilkington	Yes		12	10.20
G Wilkinson	Yes		12	10.20

3. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 2 and identify the connected person

N/A

4. Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest

Holding of persons named in 2 above

5. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

Ordinary Shares of 50p each

6. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them

Capita IRG Trustees Limited

7. State the nature of the transaction

Allocation of Partnership Shares under the Alliance & Leicester Share Incentive Plan

8. Number of Shares, debentures or financial instruments relating to shares acquired

180

9. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

Minimal

10. Number of shares, debentures or financial instruments relating to shares disposed

Nil

11. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

Nil

12. Price per share or value of transaction

£10.20

13. Date and place of transaction

6 August 2007 – New shares allotted to participants in the United Kingdom

14. Date issuer informed of transaction

6 August 2007

15. Any additional information

None

16. Name of contact and telephone number for queries

Paul Askew

Telephone: 0116 200 4424

Name and signature of duly authorised officer of issuer responsible for making notification

Simon Lloyd
Group Secretary

Date of notification

7 August 2007

1. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R (1)(a) PDMR (1)(b) Director	Number of Shares Acquired	Price per Share £
Simon Baum	Yes	6,278	Nil

Exercise of options granted in March 2004 under the Alliance & Leicester Deferred Bonus Scheme with a total exercise price of £0.20p

Mr Baum sold 2,584 of the 6,278 shares on the London Stock Exchange at £10.32 per share to fund the Income Tax and National Insurance costs and retained the balance of 3,694 shares in certificated form.

3. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 2 and identify the connected person

Transactions relate to PDMR as outlined in 2 above.

4. Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest

Holding of person named in 2 above

5. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

Ordinary Shares of 50p each

6. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them

As detailed in 2 above

7. State the nature of the transaction

Exercise of options granted under the Alliance & Leicester Deferred Bonus Scheme and subsequent sale as detailed in 2 above.

8. Number of Shares, debentures or financial instruments relating to shares acquired

6,278

9. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

Minimal

10. Number of shares, debentures or financial instruments relating to shares disposed

2,584

11. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

Minimal

12. Price per share or value of transaction

As detailed in 2 above

13. Date and place of transaction

15 August 2007 – London Stock Exchange

14. Date issuer informed of transaction

16 August 2007

15. Any additional information

None

16. Name of contact and telephone number for queries

Paul Askew – 0116 200 4424

Name and signature of duly authorised officer of issuer responsible for making notification

Simon Lloyd
Group Secretary

Date of notification

16 August 2007

File No. 82-4964

1. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R (1)(a) PDMR (1)(b) Director	Number of Shares Acquired	Price per Share £
Mrs Mary Francis	Yes	700	£10.4689

Purchase of shares by Mrs Mary Francis and her spouse Mr Ian Rodger

3. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 2 and identify the connected person

N/A

4. Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest

Holding of person named in 2 above

5. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

Ordinary Shares of 50p each

6. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them

Mrs Mary Francis & Mr Ian Rodger (held jointly)

7. State the nature of the transaction

Purchase of shares

8. Number of Shares, debentures or financial instruments relating to shares acquired

700

9. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

Minimal

10. Number of shares, debentures or financial instruments relating to shares disposed

N/A

11. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

12. Price per share or value of transaction

£10.4689

13. Date and place of transaction

22 August 2007 – London Stock Exchange

14. Date issuer informed of transaction

22 August 2007

15. Any additional information

None

16. Name of contact and telephone number for queries

Richard Hawker – 0116 200 3855

Name and signature of duly authorised officer of issuer responsible for making notification

Simon Lloyd
Group Secretary

Date of notification

23 August 2007

1. Name of the issuer

Alliance & Leicester plc

File No. 82-4964

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R		Number of Shares on which options Granted	Exercise Price per Share £	Date of Grant
	(1)(a) PDMR Director	(1)(b)			
Chris Rhodes	Yes	Yes	2,009	8.15	29 August 2007
Stuart Dawkins	Yes	No	2,009	8.15	29 August 2007
Simon Baum	Yes	No	2,009	8.15	29 August 2007

3. Period during which or date on which it can be exercised

Period of Exercise 01/11/2012 to 30/04/2013

4. Total amount paid (if any) for grant of the option

Nil

5. Description of shares or debentures involved (class and number)

Ordinary Shares of 50 pence

6. Any additional information

Grant of Options under the Alliance & Leicester 2006 ShareSave Plan (5 year)

7. Name of contact and telephone number for queries

Paul Askew – 0116 200 4424

Name of duly authorised officer of issuer responsible for making notificationSimon Lloyd
Group Secretary**Date of notification**

30 August 2007

2. Name of the issuer

Alliance & Leicester plc

2. Details of transactions

Name	Transaction Notified in Accordance with DR 3.1.4R		Number of Shares on which options Granted	Exercise Price per Share £	Date of Grant
	(1)(a) PD MR Director	(1)(b)			
Richard Banks	Yes	Yes	1,159	8.15	29 August 2007
Michael Thomas	Yes	No	1,159	8.15	29 August 2007
Sean Murphy	Yes	No	1,159	8.15	29 August 2007

3. Period during which or date on which it can be exercised

Period of Exercise 01/11/2010 to 30/04/2011

4. Total amount paid (if any) for grant of the option

Nil

5. Description of shares or debentures involved (class and number)

Ordinary Shares of 50 pence

6. Any additional information

Grant of Options under the Alliance & Leicester 2006 ShareSave Plan (3 year)

7. Name of contact and telephone number for queries

Paul Askew – 0116 200 4424

Name of duly authorised officer of issuer responsible for making notificationSimon Lloyd
Group Secretary**Date of notification**

30 August 2007

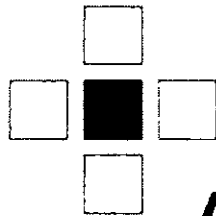
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Alliance & Leicester plc

Interim results announcement for the six months ended 30 June 2007



**Alliance
Leicester**

Alliance & Leicester plc

Interim results announcement for the six months ended 30 June 2007

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1 HIGHLIGHTS

1.1 FINANCIAL RESULTS

- Core operating profit £295m (June 2006: £268m), up 10%.
- Underlying basic earnings per share 42.7p (June 2006: 41.9p), up 2%.
- Underlying return on equity tier 1 capital 20.4% (June 2006: 19.8%).

Core operating profit, underlying basic earnings per share and underlying return on equity tier 1 capital exclude the £4m loss (June 2006: £3m gain) from fair value accounting volatility and £1m (June 2006: £14m) of redundancy costs. Underlying basic earnings per share and underlying return on equity tier 1 capital reflect the impact of the first payment of the preference share coupon of £18.7m (June 2006: £nil). Underlying basic earnings per share and underlying return on equity tier 1 capital in the first half of 2006 also exclude the release of a tax provision of £30m.

- Statutory profit before tax £290m (June 2006: £257m), up 13%.
- Statutory basic earnings per share 41.8p (June 2006: 46.7p).

Statutory profit before tax and statutory basic earnings per share include the £4m loss (June 2006: £3m gain) from fair value accounting volatility and the £1m (June 2006: £14m) of redundancy costs. Statutory basic earnings per share reflects the impact of the first payment of the preference share coupon of £18.7m (June 2006: £nil). Statutory basic earnings per share for the first half of 2006 also reflects the release of a tax provision of £30m.

- Interim dividend 18.8p per share (June 2006: 17.6p), up 7%.

1.2 GOOD PROGRESS AGAINST OUR STRATEGIC OBJECTIVES

- Delivered strong franchise growth:
 - 170,000 new personal current accounts opened, up 12%, estimated market share of 4.9%;
 - net mortgage lending £2.2bn, estimated market share of 4.2%;
 - gross unsecured personal lending £1.4bn, estimated market share of 7.6%;
 - personal customer deposit balances up £600m to £23.3bn;
 - commercial lending balances up £800m to £7.3bn;
 - 16,600 new business banking accounts opened, up 29%.
- Improved cost efficiency:
 - Group cost:income ratio of 51.8%, lower than the 54.8% for the period ended 30 June 2006;
 - core operating expenses £340m, £1m lower than the period ended 30 June 2006.
- Strong asset quality:
 - asset quality remains strong, with the proportion of both mortgage accounts and unsecured loan balances in arrears at the end of June 2007 lower than at the end of December 2006.
- Underlying return on equity tier 1 capital 20.4%.

1.3 UPDATE ON NEW DEVELOPMENTS

- In Retail Banking we have:
 - enhanced our current account and mortgage product portfolios by:
 - launching 'Premier 21'— our new current account for 16–21 year olds;
 - writing buy to let mortgages with a loan to value (LTV) of less than 85% on our balance sheet;
 - launching 'PlusMortgage'— our combined secured and unsecured loan product;
 - completed 23 of the 50 store refurbishments planned for 2007;
 - installed deposit-taking ATMs and welcome desks in an additional 103 stores;
 - enabled our stores to provide banking facilities for business banking customers.
- In Commercial Banking we have:
 - opened a further two business centres and recruited more business banking managers in each of our existing centres;
 - undertaken more lead roles in commercial lending transactions;
 - agreed a new cash contract with the Post Office;
 - continued to build the sales and operating infrastructure for our pre-paid card operation.
- From 1 January 2007 we have been operating under the Basel II capital regime.

- We have started our 2007 share buyback programme, buying back 9.6m shares at a cost of £109m in the first half of 2007. We intend to complete the programme of up to £300m in the second half of the year.

1.4 COMMENT FROM RICHARD PYM, GROUP CHIEF EXECUTIVE

"Alliance & Leicester has delivered a very good set of results, with good revenue growth, lower costs and strong asset quality.

"The Group has been transformed over the past few years and the success of our strategy is clearly evident in the financial results reported today.

"Alliance & Leicester is very well positioned for the future, it has a business model which meets the changing needs of consumers and a strong management team to be led by the new Group Chief Executive, David Bennett. I wish him and his team every success in the future."

2.1 INTRODUCTION

Alliance & Leicester increased core operating profit by 10% to £295m in the first half of 2007. This performance was achieved by delivering good revenue growth, lower costs and strong asset quality.

Our underlying basic earnings per share in the first half of 2007 were 42.7p (June 2006: 41.9p) and the interim dividend has increased by 7% to 18.8p.

We made good progress against our strategic objectives of franchise growth, improved cost efficiency and the maintenance of strong asset quality. Our underlying return on equity tier 1 capital was 20.4%.

2.2 OUR BUSINESS

Alliance & Leicester provides a wide range of financial services to both personal and commercial customers. We are a well diversified business and are not dependent on the performance of any one single market. We are more than just a monoline mortgage bank.

Our direct banking business model differentiates us from our competitors. It is aligned with the changing needs of consumers, who are increasingly demanding good value products, as well as the ability to manage their financial services transactions when and where they want. Our national network of 252 sales and service stores, as well as our growing network of business centres, complements our direct channels, providing face to face service for more complex transactions and investment decisions.

2.3 RETAIL BANKING PROGRESS

Retail Banking delivered a good performance in the first half of 2007, with profits up 4% to £219m. Net interest income increased by 3%, driven primarily by asset growth. This increase was partially off-set by lower non-interest income, primarily as a result of reduced current account revenues. Our strategy is continuing to deliver efficiency improvements, with operating expenses in the first half of 2007 lower than in the same period in 2006, despite strong growth in business volumes. Asset quality remains very good, with the proportion of both mortgage accounts and unsecured personal loan balances in arrears at the end of June 2007 lower than at the end of December 2006. Our unsecured personal loan impairment charge was lower in the first half of 2007 than in the same period in 2006, reflecting the tightening of our credit criteria in 2005 and early 2006.

We delivered good franchise growth in the first half of 2007, with our market share of new business in each of our Core 4 products - current accounts, mortgages, personal loans and savings - continuing to be higher than our share of stock.

Current accounts are a key product in building strong customer relationships. Our current account base is growing very well, with 170,000 new accounts opened in the first half of 2007, 12% more than in the same period in 2006.

In mortgages we achieved net lending of £2.2bn in the first half of 2007, an estimated market share of 4.2%, higher than our estimated 3.6% share of stock. During the first half of 2007 we broadened our mortgage franchise by writing buy to let mortgages with an LTV ratio of below 85% on our balance sheet, and launching 'PlusMortgage', our combined secured and unsecured loan product. At the end of June 2007 our buy to let mortgage balances were £122m.

We continue to offer competitive unsecured personal loan products, whilst maintaining our high credit standards. Gross advances in the first half of 2007 were £1.4bn, an estimated market share of 7.6%, up 22% compared to the same period in 2006. Our unsecured balances increased to £3.8bn at the end of June 2007, an estimated market share of 5.4%, up £200m compared to the end of December 2006.

During the first half of 2007 personal customer deposit balances increased by £600m to £23.3bn, primarily due to growth in internet and telephone based account balances.

Consumer demand for financial services products bought and serviced using the direct channels is increasing. In the first half of 2007, 41% of our Core 4 product sales were generated via the internet, up from 35% in the first half of 2006. This reflects particularly strong growth in current account internet openings, up 67% compared to the first half of 2006, and the continued success of our online personal loan offerings. Our stores continue to be an important part of our distribution capability. We have now refurbished 78 of our 252 stores, and a further 103 had a deposit-taking ATM and welcome desk installed during the first half of 2007. Over 34% of counter based card transactions in the stores with deposit-taking ATMs have now migrated to the machines, improving productivity.

We continue to offer consumers good value products, with more 'best buy' mentions in national newspapers than any of our competitors. Recent market research has shown that existing and potential Alliance & Leicester customers recognise our brand as one that offers competitively priced products, delivers friendly and approachable customer service and is seen by consumers as being different to other financial services providers.

2.4 COMMERCIAL BANKING PROGRESS

Over the past few years we have transformed Commercial Banking from a business focused on cash handling to one focused on growing commercial lending balances and business banking accounts, with plans for significant growth in the pre-paid card market.

Our strategy is delivering, with core operating profit of £96m in the first half of 2007, £27m higher than in the same period in 2006. This growth reflects a 10% increase in revenues, driven primarily by an increase in commercial lending balances and margins, as well as lower costs arising from a new cash contract with the Post Office.

We achieved good franchise growth in the first half of the year, with commercial lending balances increasing by £800m since December 2006 to £7.3bn, and 16,600 new business banking current accounts opened, an increase of 29% compared to the same period in 2006. Our commercial lending book is well diversified. During the first half of 2007 we have continued to develop our lending operation, taking lead roles in transactions as well as taking a 51% controlling share in Mitre Capital Partners Limited, a specialist commercial property lending business. During the first half of 2007 we completed the financing of our 150th ship and took an equity investment in a company with interests in a number of NHS Local Improvement Finance Trust companies.

We continued to expand our business banking business centre network, with two new centres opening, and have developed plans to expand the network from 11 to over 20 centres over the next 18 months. Since April our business banking customers have been able to use our retail branch network to undertake their banking transactions.

In April 2007 we completed the renegotiation of our cash contract with the Post Office, which has resulted in a one-off reduction in costs, as well as ongoing benefits for our cash business. During the first half of 2007 we also expanded our bill payment distribution network, and customers now have access to 17,000 payzone outlets, as well as to the existing network of 14,000 Post Office branches.

Our online business banking internet service, www.mybusinessbank.co.uk, has seen the number of registered customers and users increase by over 40% in the first half of 2007, and 30% of new business banking accounts were opened via the internet. During the second half of 2007 we plan further enhancements to our internet banking service as we increase the volume and type of business transacted online.

We are making good progress in building the sales and operating infrastructure required to support our pre-paid card business. We are working with a range of potential customers in both the private and public sectors, and have contracts in place with customers in the staff incentive, telecommunications, local government and financial services sectors.

2.5 OTHER BUSINESS DEVELOPMENTS

During the first half of 2007 we made good progress in the implementation of our Ainova IT system, which will replace our existing legacy systems for commercial and personal customer current accounts, savings and personal loans. It will be implemented in phases, with the first deliverables in 2008.

We announced in April 2007 that our Bootle administration centre will undergo a major refurbishment starting in 2008. This has resulted in an asset write-down of £9m in the first half of 2007.

From 1 January 2007 we have been operating under the Basel II capital regime. We have commenced our 2007 share buyback programme, buying back 9.6m shares at a total cost of £109m in the first half of 2007. We intend to complete the programme of up to £300m in the second half of 2007.

2.6 ECONOMIC AND MARKET OUTLOOK

We expect the rate of growth in both the UK commercial lending and mortgage markets to slow during the second half of 2007 following recent increases in the UK bank base rate. In the unsecured lending market, we expect gross and net lending for the whole of 2007 to be lower than 2006.

The UK financial services marketplace continues to be subject to a number of regulatory reviews concerning payment protection insurance, current account charging and small business banking. The timescales for the completion of these reviews and the implementation of any findings are yet to be confirmed.

2.7 OUR PEOPLE

Alliance & Leicester has a very good team of people, and these results reflect their efforts.

Following my announcement in February 2007 that I had asked the Board to identify my successor, the Board, aided by an external search consultancy, completed an extremely thorough search of both internal and external candidates to identify a new Group Chief Executive. This resulted in the appointment, from 27 July, of David Bennett as Group Chief Executive, with Chris Rhodes becoming Group Finance Director. Both David and Chris have done excellent jobs in their roles as Group Finance Director and Managing Director, Retail Banking respectively, and I am confident that they will lead the Group to continued success in the future.

During the first half of 2007 we welcomed the appointment of Roy Brown and Mary Francis as non-executive directors. Both bring valuable experience to the Board, with Roy taking over as Deputy Chairman and Senior Independent Director from Peter Barton, who retired in May.

2.8 THE FUTURE

Alliance & Leicester's strategy is delivering shareholder value. Over the past five years our share price has outperformed the FTSE All Share Banks index by over 50%, generating a total shareholder return of over 70%, including dividend payments of over £1.1bn. Since our flotation in 1997, we have also returned £1.4bn to shareholders through share buyback programmes.

Alliance & Leicester is very well positioned for the future, it has a business model which meets the changing needs of consumers and has a strong management team.

Alliance & Leicester has made a very good start to 2007 and I am confident that the Group will be able to build on this performance in the future.

Richard Pym
Group Chief Executive

3 SUMMARY OF RESULTS

		Six months ended 30.06.07	Six months ended 30.06.06	Year ended 31.12.06
Core operating profit (Note 1)	£m	295	268	585
Profit before tax	£m	290	257	569
Profit attributable to ordinary shareholders	£m	184	211	432
Underlying basic earnings per share (Notes 1 & 2)	p	42.7	41.9	92.4
Basic earnings per share	p	41.8	46.7	96.4
Underlying return on equity tier 1 capital (Notes 1 & 2)	%	20.4	19.8	21.5
Dividend(s) per ordinary share (Note 3)	p	18.8	17.6	54.1

		Six months ended 30.06.07	Six months ended 30.06.06	Year ended 31.12.06
Business sector core operating profit				
Retail Banking	£m	219	211	445
Commercial Banking	£m	96	69	162
Group Items	£m	(20)	(12)	(22)
Core operating profit (Note 1)	£m	295	268	585
Total shareholder return (Note 4)				
1 year	%	0.1	39.8	22.2
3 years	%	51.1	59.7	46.5

(Note 1) Core operating profit, underlying basic earnings per share and underlying return on equity tier 1 capital exclude the £4m loss (June 2006: £3m gain) from fair value accounting volatility, and £1m (June 2006: £14m) of redundancy costs.

(Note 2) Underlying basic earnings per share and underlying return on equity tier 1 capital reflect the first payment of the preference share coupon of £18.7m (June 2006: £nil). Underlying basic earnings per share and underlying return on equity tier 1 capital for 2006 also exclude the release of a tax provision of £30m, following final agreement with HM Revenue & Customs on the tax treatment of the excess received on the disposal of our credit card accounts to MBNA on 1 August 2002.

(Note 3) Dividend(s) per ordinary share relate to the interim and final dividends paid or payable in respect of the profits earned in the periods shown.

(Note 4) Total shareholder return is defined as the movement in share price during the period, plus gross dividends, as a percentage of the opening share price.

	As at 30.06.07 £m	As at 01.01.07 £m
Total capital (Notes 1 & 2)	2,790	3,026
Equity tier 1 capital (Note 2)	1,763	1,947

(Note 1) Total capital is calculated on a Basel II basis.

(Note 2) Total and equity tier 1 capital as at 30.06.07 are stated after deducting, the interim dividend following new FSA guidance effective from 29.06.07.

4.1 RETAIL BANKING REVIEW

Retail Banking delivered core operating profit of £219m in the first half of 2007, 4% higher than in the same period in 2006. The growth in profit is a result of growth in net interest income and lower costs, partially offset by lower non-interest income.

Core 4

• Current accounts

We opened 170,000 new current accounts during the first half of 2007, 12% more than in the same period in 2006, and increased our active account base to 1.68m accounts. We estimate that our market share of new account openings was 4.9%, significantly higher than our 2.9% share of total personal current accounts. During the first half of 2007, 39% of our new accounts were opened via the internet, with a further 8% via the telephone. A recent benchmarking study reported that Alliance & Leicester opened more accounts online than any of our competitors in the six months ended April 2007.

We further developed our current account product portfolio with the launch in April of 'Premier 21', our new current account for 16-21 year olds. Over 3,500 accounts have already been opened, with increased promotional activity planned in the second half of 2007. We continue to see current accounts as the key product from which to build strong long term customer relationships, and we have further initiatives planned for the development of our product range in the second half of 2007.

In line with all UK banks, we have seen an increase in the number of customer complaints regarding current account fees. In the first half of 2007 we have made a provision within fee and commission income against anticipated customer complaints about overdraft fees. The provision is based upon our current treatment of customer complaints, and is not significant in the context of the Group's results. We will review the basis of this provision and related disclosures in the event of any future legal or regulatory review.

We are building a valuable current account customer base. New 'Premier' current account customers on average hold around 3.5 products, and over half of our current account customers now have a savings account with the Group. Recent research has shown that the proportion of Alliance & Leicester current account customers who deposit over £20,000 a year into their account is higher than any other major current account provider.

• Mortgages

	Prime residential £m	PlusMortgage (Note 1) £m	Buy to let (Note 2) £m	Other specialist lending (Note 3) £m	Total £m
A&L mortgage balances outstanding as at 1 January 2007	38,002	–	–	n/a	38,002
Gross advances	5,757	50	122	231	6,160
Redemptions, transfers and other movements	3,717	–	–	231	3,948
Net mortgage lending	2,040	50	122	n/a	2,212
A&L mortgage balances outstanding as at 30 June 2007	40,042	50	122	n/a	40,214

(Note 1) Secured element.

(Note 2) Maximum loan to value of 85%, held on Alliance & Leicester's balance sheet.

(Note 3) Loans distributed under our agreement with Lehman Brothers.

The UK mortgage market has continued to show strong growth during the first half of 2007, although we anticipate the rate of growth slowing in the second half of the year. We continue to expect gross lending of around £365bn (December 2006: £345bn) and net lending of around £110bn (December 2006: £110bn) for the whole of 2007.

Our mortgage business is continuing to deliver a good performance, with net lending of £2.2bn (June 2006: £2.6bn), an estimated market share of 4.2%, higher than our 3.6% estimated share of stock.

Our total gross lending of £6.2bn in the first half of 2007 (June 2006: £6.4bn) represents an estimated market share of 3.4% and includes £231m of specialist lending distributed via intermediaries under our agreement with Lehman Brothers. All self-certified, near-prime and sub-prime lending applications, once completed, are sold on to Lehman Brothers. Buy to let completions made from applications received before March 2007 have, or will be, sold on to Lehman Brothers. Since we completed the launch of our specialist lending product portfolio and introduced our internet application processing system in December 2006, lending in these segments has increased. All of our specialist lending, including that sold on to Lehman Brothers, is performing very well.

Since we entered the specialist mortgage lending market in July 2006 we have been pleased by the quality of buy to let applications received, and therefore accelerated our plans to take buy to let lending with an LTV of less than 85% on to our balance sheet. We have built up good momentum in this sector, with net advances of £122m in the first half of 2007.

In April 2007 we also launched 'PlusMortgage', our combined secured and unsecured loan product, which is available through mortgage intermediaries. It offers a variety of competitively priced options based on the overall LTV of the application. Net secured advances in the first half of 2007 were £50m, with a further £4m of unsecured loans.

As well as attracting new business, we have also continued to be successful in retaining existing mortgage customers. Total redemptions and transfers in the first half of 2007 were £3.9bn. Prime residential mortgage redemptions were £3.7bn, an estimated market share of 2.9%, significantly lower than our share of stock.

In the second half of 2007 we plan to increase the number of staff selling mortgages in our stores. We also plan to start selling buy to let and 'PlusMortgage' products in our stores.

• Personal loans

Our standalone unsecured personal loan gross advances were £1.4bn in the first half of 2007, 22% higher than in the same period in 2006. In addition, we lent a further £4m of unsecured loans via our 'PlusMortgage' product. Total standalone unsecured personal loan balances at the end of June 2007 were £3.8bn, £200m higher than at the end of 2006. Our estimated market share of gross unsecured lending in the first half of 2007 was 7.6%, higher than our estimated 5.4% share of stock.

The personal loan market remains very competitive, despite the industry wide increase in insolvencies over the past two years. We continue to offer a competitive range of products to ensure that we maintain our high credit standards. Our lending is increasingly focused on homeowners, with 80% of new unsecured loans in the first half of 2007 made to homeowners.

Our payment protection insurance product has been enhanced during the first half of 2007, with the unemployment benefit cover period increased from 12 to 18 months and the period of time customers have to wait before making a claim reduced from 30 to 14 days. Sales in the first half of 2007 were slightly lower than in the same period in 2006, with increased lending volumes almost offsetting a reduced penetration rate.

The unsecured personal loan market remains an attractive one for us. Our credit and risk management skills, together with our direct business model, enable us to operate at very low unit costs and deliver our target returns. During the first half of 2007, 90% of our loans were generated via the telephone or internet. Our 'Moneyback Bank' internet proposition and our Alliance & Leicester internet offering generated 56% of new loans.

We continue to sell and service our secured personal loan product in partnership with Cattles plc. In the first half of 2007, secured loan balances held on our own balance sheet increased by £28m to £46m.

• Savings

Personal customer deposit balances at the end of June 2007 were £23.3bn, £600m higher than at the end of 2006, due to good growth in our ISA and market-leading 'Direct Saver' products.

During the first half of 2007 we continued to see branch based savings account balances reduce, as customers choose to use direct channel products. Over 65% of our total savings balances are now held in accounts serviced via the telephone or internet.

Partner 4

We continue to focus on cross-selling our Partner 4 products - long term investments, life assurance, general insurance and credit cards - to our Retail Banking customers.

We have seen good growth in sales of long term investment products in the first half of 2007, with the value of new investments 12% higher than in the same period in 2006.

Sales of life assurance increased in the first half of 2007, whilst general insurance sales were lower as a result of lower prime gross mortgage lending. During the first half of 2007 we launched online offerings for both motor insurance; with Equity Insurance Group, and life assurance, with Legal & General. These developments broaden the availability of our Partner 4 products whilst minimising sales and marketing costs.

New credit card sales in the first half of 2007 were 49,000 (June 2006: 61,000). Over 26% of these sales are now generated via the internet, with the majority sold to 'Premier' or 'Premier Direct' current account holders.

Distribution

We continue to make good progress towards being the UK's leading direct bank.

In the first half of 2007, 41% of our Core 4 product sales were sourced via the internet, compared with 35% in the first half of 2006. The number of current account customers using our internet banking service has increased by around 140,000 over the past year, with the number of transactions completed online per month increasing by more than 35% over the same period. In the first half of 2007 an independent UK research report ranked our internet banking service best in class in many of the key categories assessed, and joint second overall in terms of internet banking usability.

We continue to invest in our network of sales and service stores. In the first half of 2007 we refurbished 23 stores and installed welcome desks and deposit-taking ATMs into a further 103 locations. In the second half of 2007 we will continue the roll-out of deposit-taking ATMs, as well as refurbishing a further 27 stores. Over 34% of counter based card transactions in the stores with deposit-taking ATMs have now migrated to the machines, improving productivity.

Asset quality

Our mortgage asset quality remains excellent.

In the first half of 2007 the average LTV of our new prime residential lending was 67% (December 2006: 70%), with around 7% (December 2006: 10%) of new prime residential lending having an LTV of over 90%. The indexed LTV of our prime residential mortgage book at the end of June 2007 was 46% (December 2006: 46%).

The proportion of mortgage accounts over 3 months in arrears reduced to 0.46% at the end of June 2007 (December 2006: 0.51%) and continues to be significantly lower than the Council of Mortgage Lenders first quarter 2007 industry average of 0.95%. The total value of mortgage arrears was £8m, compared with total balances of £40.2bn.

Repossessions across the industry have increased over the past 12 months, from a low base. Our stock of properties in possession increased to 65 at the end of June 2007 (December 2006: 27), which represents just 0.01% of our total mortgage accounts. Our repossessions in the first half of 2007 were 89 (June 2006: 50). To put this into context our repossessions have, over the past seven years, consistently reduced year on year from 1,239 in 1999 to a record low of 90 in 2006.

In unsecured personal lending our asset quality remains strong, with 5.5% of balances over 30 days in arrears, lower than the 5.6% reported in December 2006. Our new lending in 2007, as in 2006, continues to be of significantly better quality than in 2005, and we remain confident that the proportion of balances in arrears has peaked. The proportion of our balances in arrears is over 40% better than the average for Finance and Leasing Association members.

4.2 COMMERCIAL BANKING REVIEW

Commercial Banking delivered core operating profit of £96m in the first half of 2007, £27m higher than in the same period in 2006. This increase has been driven by strong growth in commercial lending revenues and the lower costs arising from the new cash contract with the Post Office.

• Lending

During the first half of 2007 we agreed over £1.8bn of new lending facilities, and commercial lending balances increased from £6.5bn in December 2006 to £7.3bn at the end of June 2007. Our lending book continues to be well diversified across a range of business sectors, and does not rely on a few large transactions.

We continue to manage our commercial lending book proactively, and in the first half of 2007 we bought and sold commercial loans and leases, including taking a majority shareholding in Mitre Capital Partners Limited. Alliance & Leicester has a 51% controlling interest in Mitre, which has acquired the commercial property finance business of Ansbacher & Co, including its experienced management team and its portfolio of property development finance loans. The remaining 49% is owned by N M Rothschild & Sons Limited and Lanebridge Investment Management Limited. At the end of June 2007 Mitre's lending balances were £131m.

We have continued to build our specialist expertise in aviation and shipping finance, and we expect to see further growth from these sectors in the future. During the first half of 2007 we financed our 150th ship, as well as taking a lead role in arranging the financing of a number of aircraft for a leading airline.

Our public sector and Private Finance Initiative lending teams now manage lending facilities of £500m. We continue to develop our management skills in this sector and completed our first Public Private Partnership equity investment in the first half of 2007, taking a 15% share in a company with interests in six NHS Local Improvement Finance Trust companies.

Our Bus & Coach business division continues to deliver good growth, with a number of transactions completed in the first half of 2007, including the financing of 37 new vehicles for a major coach company, and the development of our own bus rental fleet, which currently operates around 50 vehicles.

The financing of commercial vehicles is one of our core areas of business. To maximise the value of these transactions, we enhanced our used vehicle commercial sales centre in Manchester in the first half of 2007. This centre sells vehicles at the end of their lease, enabling us to provide a complete product offering to our customers. It will be used to remarket up to 1,000 vehicles per annum which we have previously financed. We also continue to develop our product range elsewhere in the commercial vehicle sector, including launching a commercial contract hire product in the first half of 2007. This product has already proved popular with our customers with, for example, agreement to finance over 100 trailer units for a major haulier.

As we grow our commercial lending balances and the proportion of bank guaranteed business continues to reduce, we would expect our average commercial lending risk weighting to increase from the current average of around 70%. The cost of the capital required to support our lending growth plans will be more than offset by increased future revenues. We are planning for continued strong growth in commercial lending balances and earnings over the next couple of years. We will maintain a high quality, well diversified loan book, expanding into new market segments in a controlled manner including using, where appropriate, partnerships such as Mitre as a means of minimising risk.

• Business banking

We are continuing to make good progress in developing our business banking operation, with 16,600 new current accounts opened during the first half of 2007, 29% more than in the same period in 2006. At the end of June 2007 we had a total of 83,800 active business banking current accounts.

We continue to build and enhance our reputation for providing businesses with market leading products and good customer service. In the first half of 2007 we improved our product range with the re-launch of our 'Free Business Current Account', which is the market leading account for businesses with a turnover of up to £1m, and in July 2007 we joined the small firm loan guarantee scheme. In the first half of 2007 we were named the 'Best business banking current account provider' by Business Moneyfacts for a fifth year in succession, as well as being highly commended in a further three categories. We were also pleased to receive an independent market research survey of small businesses, which found that 92% of our customers were satisfied with the service they received from us, placing us second compared to all other UK banks.

Our online banking service for business banking customers, www.mybusinessbank.co.uk, had a 40% increase in the number of registered and active customers. In the first half of 2007 over 30% of new business banking current accounts were opened online, with a further 16% of accounts opened via our retail stores and direct sales channels.

Our business centres have also seen strong growth in lending to both new and existing customers. New lending in the first half of 2007 was £151m, increasing business banking lending balances to £507m at 30 June 2007 (December 2006: £385m).

We continue to expand our business centre network and now have a total of 11, with new centres opened in Sheffield and Southampton in the first half of 2007. Our business centres are delivering good growth in business volumes. We plan to accelerate the expansion of the network with at least a further nine centres opening over the next 18 months, and more than doubling the number of relationship managers. Since April our retail stores have been able to open and service business banking accounts for customers with a turnover of less than £1m. This initiative is progressing well, with a good stream of applications being received.

Business banking is building a profitable business. Costs in business banking will increase as we expand the business centre network, which will in the short term limit profit growth. However, once the business centre roll-out is complete and the one-off set-up costs have been incurred, we expect to see strong growth in future earnings.

• Money transmission

Our money transmission business comprises a number of products, including cash sales, cash handling, bill payments, pre-paid debit cards, ATMs, benefit payments and cheque processing.

Over the past few years this business has seen significant change. Our focus has moved from cash handling to cash sales, and we have also had to manage the gradual decline in cheque processing and benefit payment volumes. In the medium term we expect our pre-paid debit card to achieve a market leading position and to become a key driver of earnings within money transmission.

We are making good progress in building the sales and operating infrastructure required to support our pre-paid card business. We are working with a range of potential customers in both the private and public sectors, and have contracts in place with customers in the staff incentive, telecommunications, local government and financial services sectors.

Cash sales to financial institutions in the first half of 2007 were £32.8bn (June 2006: £32.7bn) and cash handling deposits were £31.3bn (June 2006: £31.5bn). We are starting to see benefits from the integration of our cash handling and lending relationship management teams, with an increase in the number of full banking relationships.

During the first half of 2007 we implemented a number of distribution related initiatives for our money transmission customers. We were pleased to complete the negotiation of a new cash contract with the Post Office in April 2007. We more than doubled our bill payment network with the addition of 17,000 payzone outlets to the existing network of 14,000 Post Office branches. More than 450 of our bill payment customers have already elected to take immediate advantage of what is now the largest bill payment network of any UK bank. We have also agreed plans for a significant roll out of ATMs to a supermarket chain.

We continue to work towards our goals of creating a paperless back office and improving the efficiency of our money transmission operations. During the first half of 2007 we reduced the time taken to open new accounts by enabling our direct sales and retail network applications to be entered directly online. We also continued to develop and enhance the use of the image and workflow technology implemented in 2006, which enables us to further improve our customer service standards.

• Treasury

Treasury delivered profits of £24m in the first half of 2007, £3m higher than in the first half of 2006.

Treasury manages the Group's funding, hedging and liquidity requirements. Treasury has sought to minimise the Group's interest rate risk, despite the increased volatility of interest rates in the first half of 2007. We have regularly needed to refresh our mortgage portfolio, reflecting the movement of short term interest rates, whilst ensuring we continue to implement our policy of hedging interest rate risk from the point of product launch.

During the first half of 2007 treasury continued to develop its product offering for commercial customers, with a number of small transactions completed. We have started to offer commercial customers hedging facilities and in the future will be expanding this to cover credit default swaps. In July we commenced the marketing of our second securitisation of up to £2.5bn of prime residential mortgage assets. This issue is expected to close in early August 2007.

Asset quality

Asset quality remains good in Commercial Banking with 0.20% of commercial lending balances over 30 days in arrears at the end of June 2007 (December 2006: 0.60%).

Our commercial lending book of £7.3bn consists of £3.9bn of secured loans, £1.3bn of unsecured loans and £2.1bn of finance and operating leases, and 41% of finance and operating leases are also secured by bank guarantees.

Treasury asset quality remains strong, with 97% (December 2006: 97%) of exposures having a long term credit rating at or above single 'A'.

4.3 CAPITAL MANAGEMENT AND BASEL II

Alliance & Leicester's Basel II waiver application was unconditionally approved by the Financial Services Authority in January 2007. The Group has therefore been operating under the Basel II regime since 1 January 2007.

For Retail Banking assets we have adopted the retail Internal Ratings Basis (IRB) approach. There is no foundation or advanced approach for retail banking assets. For commercial and treasury assets, we have currently adopted the foundation IRB approach.

As a result of our successful adoption of Basel II, we were able to increase our share buyback plans for 2007 and in February announced plans for a share buyback programme of up to £300m. In the first half of 2007 we bought back 9.6m shares at a total cost of £109m, and intend to complete the programme in the second half of the year.

We have updated our capital disclosures in Section 10 to reflect the new Basel II regime. These confirm that Alliance & Leicester is a major beneficiary of Basel II, with our risk weighted assets at the end of June 2007 37% lower than they would have been under Basel I. The reduction reflects the high quality of the Group's assets and the strength of our risk management processes. During the first half of the year we have been assessing the impact of Basel II, as well as working with credit rating agencies to ensure that they understand the changes in the Group's capital requirements.

We maintain a strong capital base which will support our plans for further franchise growth and the continued implementation of our progressive dividend policy.

5 PROGRESS AGAINST STRATEGIC OBJECTIVES

We are making good progress against our strategic objectives:

- we have delivered strong franchise growth in each of our core markets;
- we have improved our cost efficiency, with the Group cost:income ratio reducing from 54.8% in the first half of 2006 to 51.8% in the first half of 2007;
- our asset quality in each of our core markets remains strong;
- our underlying return on equity tier 1 capital for the first half of 2007 was 20.4%, running ahead of our minimum annual target of 20% per annum.

We also remain committed to our longer term targets of underlying basic earnings per share growing by at least RPI+9% from 2006 to 2009, and a Group cost:income ratio of below 50% by 2010.

6 FINANCIAL OUTLOOK

During the second half of 2007 the Group plans to build on its performance in the first six months of the year.

We expect the net interest margin in the second half of 2007 to be broadly in line with the first half of 2007, with changes in business mix offsetting any reductions in back book and new business margins. Total revenues in the second half of 2007 are expected to be higher than in the same period in 2006, although the rate of growth will reflect the strong second half performance last year.

The Group continues to maintain its focus on costs, with the rate of growth of core operating expenses in 2007 expected to be less than the rate of growth of revenues. The Group's cost base in the second half of 2007 is expected to be higher than in the same period in 2006, reflecting the significant investment being undertaken and the growth in our franchise. Core operating expenses are expected to benefit from ongoing savings from the renegotiation of the Post Office cash contract, although these benefits are expected to be more than offset by higher staff costs, accelerated investment in the expansion of the business centre network, the ongoing development and implementation of Alnova, further growth in our ATM network, as well as continued growth in our core product franchises.

The Group is continuing to implement its transformation programme and this is likely to result in some redundancy costs in the second half of 2007. Any costs are expected to be less than the £10m incurred in the second half of 2006. These costs will continue to be excluded from core operating profit.

We expect the Group's impairment loss charge in the second half of 2007 to be lower than in the same period in 2006, primarily as a result of a lower unsecured lending charge.

We remain committed to our share buyback programme of up to £300m in 2007, and intend to complete this in the second half of this year.

		Six months ended 30.06.07	Six months ended 30.06.06	Year ended 31.12.06
RETAIL BANKING BUSINESS VOLUMES				
Current Accounts				
New accounts opened	'000	170	151	300
Total number of active accounts	m	1.68	1.59	1.64
Residential Mortgages				
Gross lending	£bn	6.2	6.4	12.6
Net lending	£bn	2.2	2.6	4.9
Mortgage balances	£bn	40.2	35.7	38.0
Personal Unsecured Loans				
Gross advances	£bn	1.4	1.1	2.3
Balances	£bn	3.8	3.5	3.6
Savings				
Personal customer deposit balances	£bn	23.3	21.8	22.7
RETAIL BANKING MARKET SHARES				
Current Accounts (Note 1)				
Share of new accounts opened	%	4.9	5.7	4.6
Share of total number of accounts	%	2.9	2.9	2.9
Residential Mortgages (Note 2)				
Share of gross lending	%	3.4	4.0	3.6
Share of net lending	%	4.2	5.3	4.4
Share of mortgage balances	%	3.6	3.5	3.5
Personal Unsecured Loans (Note 3)				
Share of gross advances	%	7.6	6.2	6.4
Share of balances	%	5.4	5.1	5.1
Savings (Notes 1 & 4)				
Share of new business	%	4.4	4.0	3.0
Share of household liquid assets	%	2.3	2.3	2.3
COMMERCIAL BANKING BUSINESS VOLUMES				
Lending				
Balances	£bn	7.3	6.3	6.5
Business Banking				
New accounts opened	'000	16.6	12.8	24.7
Total number of active accounts	'000	83.8	73.0	76.3
Money Transmission				
Sales of cash to financial institutions	£bn	32.8	32.7	68.6
Cash handled	£bn	31.3	31.5	64.5

Notes: Market shares calculated using the following sources:

(Note 1) Estimate based on CACI data.

(Note 2) Estimate based on Bank of England data.

(Note 3) Estimate based on Major British Banking Group personal loans data.

(Note 4) UK Household Liquid Assets – ONS Financial statistics series NNMQ-X.

8.1 RESULTS BY CATEGORY AND BUSINESS SECTOR

The commentary and ratios below compare the results for the first half of 2007 with the same period in 2006. Statutory results, which include fair value accounting volatility gains or losses as income, are shown in section 9.

Core operating profit for 2007 was £295m, up £27m. This excludes the £4m loss (June 2006: £3m gain) from fair value accounting volatility and £1m (June 2006: £14m) redundancy costs.

Results by category are set out below:

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Net interest income	412	373	781
Non-interest income (excluding fair value accounting volatility)	316	323	687
Total income	728	696	1,468
Core operating expenses	(340)	(341)	(699)
Depreciation on operating lease assets	(37)	(40)	(79)
Total costs (excluding redundancy costs)	(377)	(381)	(778)
Impairment losses	(56)	(47)	(105)
Core operating profit	295	268	585
Redundancy costs	(1)	(14)	(24)
(Losses)/gains from fair value accounting volatility	(4)	3	8
Profit before tax	290	257	569
Tax (Note 1)	(77)	(38)	(119)
Profit after tax	213	219	450
Profit attributable to:			
Innovative tier 1 holders	8	8	18
Minority interests	2	-	-
Preference shareholders	19	-	-
Ordinary shareholders of Alliance & Leicester plc	184	211	432
Earnings per share:			
Basic earnings per ordinary share	41.8p	46.7p	96.4p
Underlying basic earnings per ordinary share	42.7p	41.9p	92.4p
Dividend(s) per ordinary share	18.8p	17.6p	54.1p

(Note 1) 2006 includes the release of a tax provision of £30m.

The business comprises three sectors:

- Retail Banking – this comprises the Core 4 products of current accounts, mortgages, personal loans and savings, plus the Partner 4 products of long term investments, life assurance, general insurance and credit cards.
- Commercial Banking – this comprises four core business lines of lending, business banking, money transmission and treasury.
- Group Items – this represents corporate overheads and income not allocated to business units.

The contribution to core operating profit by each business sector is set out below:

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Retail Banking	219	211	445
Commercial Banking	96	69	162
Group Items	(20)	(12)	(22)
Core operating profit	295	268	585

8.1.1 RETAIL BANKING

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Net interest income	311	301	621
Non-interest income	138	143	291
Total income	449	444	912
Operating expenses	(180)	(185)	(370)
Impairment losses:			
Mortgages	-	2	3
Personal loans	(42)	(45)	(90)
Current accounts	(8)	(5)	(10)
	(50)	(48)	(97)
Core operating profit	219	211	445
Cost:income ratio (Note 1)	39.9%	41.8%	40.6%

(Note 1) The cost:income ratio is calculated by dividing operating expenses by total income.

Retail Banking core operating profit was £219m (June 2006: £211m). Total income was £5m higher, with growth in net interest income partially offset by lower non-interest income. Operating expenses fell by £5m and the charge for impairment losses was £2m higher.

Total Retail Banking income of £449m comprised Core 4 income of £388m (June 2006: £390m) and Partner 4 income of £61m (June 2006: £54m).

Revenues from mortgages and savings represented 26% of Group total income.

• Net interest income

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Six months ended 31.12.06 £m	Year ended 31.12.06 £m
Net interest income	311	301	320	621
Average balances:				
Interest-earning assets (IEA)	43,076	38,236	40,398	39,326
Financed by:				
Interest-bearing liabilities	39,297	34,408	36,370	35,397
Interest-free liabilities	3,779	3,828	4,028	3,929
Average rates:	%	%	%	%
Bank base rate	5.31	4.50	4.78	4.64
Gross yield on average IEA	6.00	5.26	5.49	5.38
Cost of interest-bearing liabilities	4.98	4.08	4.35	4.22
Interest spread	1.02	1.18	1.14	1.16
Contribution of interest-free liabilities	0.44	0.41	0.43	0.42
Net interest margin on average IEA	1.46	1.59	1.57	1.58

Retail Banking net interest income of £311m was £10m higher than in the first half of 2006, with a fall in the net interest margin being more than offset by a 13% increase in average interest-earning assets.

The Retail Banking net interest margin reduced from 1.57% in the second half of 2006 to 1.46% in the first half of 2007. This reduction was due to a lower mortgage and savings margin, primarily as a result of a revision to some of our mortgage product profiles, reflecting changing customer behaviour, which has slightly reduced the estimated average lives of these mortgage products.

The proportion of mortgage balances paying standard variable rate was 8% at 30 June 2007, compared to 10% at the end of 2006. The seasonal impact from the reduction of mortgage capital repayment balances in January is becoming less significant, as the majority of capital repayments are now credited to accounts on a monthly basis.

We expect the Retail Banking margin to be broadly stable in the second half of 2007, reflecting a lower unsecured lending margin and a broadly stable mortgage and savings margin. Within our mortgage book we are planning for continued growth in higher margin buy to let and 'PlusMortgage' lending.

• Non-interest income

Non-interest income was £138m, £5m lower than in the first half of 2006. Higher revenues from personal loans and Partner 4 products have been offset by lower current account and mortgage revenues.

Non-interest income from personal loans was £42m, £3m higher than in the first half of 2006, and Partner 4 product revenues were £60m, £8m higher. The increase in Partner 4 revenues was primarily a result of increased income from long term investment products. The credit card excess recognised in the first half of 2007 was £10m (June 2006: £13m).

Mortgage non-interest income was slightly lower than in the first half of 2006, due to lower gross lending and lower redemption fee income, whilst current account fee income was impacted by the industry-wide increase in customer complaints about overdraft fees.

• Operating expenses

Operating expenses of £180m were £5m lower than in the first half of 2006. The increased costs of servicing higher business volumes and the implementation of a number of new developments have been more than offset by lower customer acquisition costs, increased usage of the lower cost direct channels and ongoing productivity improvements.

The cost:income ratio was 39.9% (June 2006: 41.8%).

• Impairment losses

The impairment loss charge in the first half of 2007 was £50m, £2m higher than in the first half of 2006.

Our mortgage asset quality remains excellent. The mortgage impairment loss charge was £nil (June 2006: £2m credit).

The unsecured personal loan impairment loss charge reduced from £45m in the first half of 2006 to £42m, reflecting the improved credit quality of the book. As at 30 June 2007, the proportion of unsecured personal loan balances over 30 days in arrears was 5.5%, lower than the 5.6% at the end of December 2006.

The current account impairment charge increased by £3m in the first half of 2007 to £8m, reflecting the growth in our active current account base. The current account charge reflects both fraud and overdraft write-offs. During the first half of 2007 average overdraft balances increased by 8%, but remain relatively small overall, averaging £123m in June 2007.

• Residential mortgage arrears

Prime residential mortgages - at 30 June 2007	No. of cases in arrears	No. of cases in arrears as % of total mortgages	Book value of mortgages in arrears £m	Book value of mortgages in arrears as % of total book	Value of arrears £'000	CML average % of mortgages in arrears (Note 1)
Number of months in arrears						
3 – 6 Months	1,307	0.28	83.6	0.21	2,691	0.50
6 – 12 Months	619	0.13	44.1	0.11	2,647	0.27
12+ Months	181	0.04	11.9	0.03	2,114	0.11
Repossession stock	65	0.01	7.7	0.02	567	0.07
Total	2,172	0.46	147.3	0.37	8,019	0.95

(Note 1) Latest available data, as at 31 March 2007.

As at 30 June 2007 there were no buy to let or PlusMortgage accounts in arrears.

Prime residential mortgages - at 31 December 2006	No. of cases in arrears	No. of cases in arrears as % of total mortgages	Book value of mortgages in arrears £m	Book value of mortgages in arrears as % of total book	Value of arrears £'000	CML average % of mortgages in arrears
Number of months in arrears						
3 – 6 Months	1,458	0.31	85.8	0.22	2,757	0.50
6 – 12 Months	669	0.14	41.2	0.11	2,515	0.27
12+ Months	231	0.05	12.9	0.03	2,300	0.12
Repossession stock	27	0.01	2.6	0.01	199	0.06
Total	2,385	0.51	142.5	0.37	7,771	0.95

- Prime residential lending by type of borrower (by value)

Borrower Type ^(Note 1)	Six months ended 30.06.07	Six months ended 30.06.06 (Note 2)	Year ended 31.12.06
	%	%	%
First time buyer	24	29	27
Next time buyer	43	45	44
Remortgage	27	20	23
Further advances	6	6	6
	100	100	100

(Note 1) Figures exclude buy to let and specialist lending.

(Note 2) Restated to reflect an updated definition of first time buyer, which excludes customers who have had a mortgage in the previous two years, in line with CML practice.

8.1.2 COMMERCIAL BANKING

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Net interest income	101	72	160
Non-interest income	177	180	393
Total income	278	252	553
Operating expenses	(139)	(144)	(304)
Depreciation on operating lease assets	(37)	(40)	(79)
Impairment losses	(6)	1	(8)
Core operating profit	96	69	162
 Net interest margin	 0.88%	 0.75%	 0.77%
Average interest-earning assets	£22,981m	£19,541m	£20,864m
 Cost:income ratio ^(Note 1)	 63.5%	 72.9%	 69.1%

(Note 1) The cost:income ratio is calculated by dividing the sum of operating expenses and depreciation on operating lease assets by total income.

Commercial Banking core operating profit increased by £27m to £96m.

- Net interest income

Net interest income of £101m was £29m higher than in the first half of 2006. This reflects both continued growth in commercial lending and business banking account balances, and a £4m increase in treasury revenues. The net interest margin has increased from 0.78% in the second half of 2006 to 0.88% in the first half of 2007, primarily as a result of the growth and change in the mix of commercial lending.

- Non-interest income

Non-interest income of £177m was £3m lower than in the first half of 2006. Higher non-interest income from the active management of our commercial lending book was more than offset by lower money transmission income. The fall in money transmission revenues was a result of the one-off fees reported in the first half of 2006 not being repeated.

- Operating expenses

Operating expenses of £139m were £5m lower than in the first half of 2006. The increased costs associated with the expansion of our business centre network, the recruitment of more relationship managers and the growth in our commercial lending operation have been more than offset by the one-off and ongoing cost savings from the new Post Office contract.

- Depreciation on operating lease assets

Operating lease depreciation in the first half of 2007 was £37m, compared with £40m in the first half of 2006.

- Impairment losses

The impairment loss charge in the first half of 2007 was £6m (June 2006: £1m credit) and included a specific impairment provision of £3m. The credit in the first half of 2006 included a number of recoveries and the release of a specific impairment provision. As at 30 June 2007, 0.20% of commercial lending balances were over 30 days in arrears (December 2006: 0.60%).

• Commercial lending balances

The total commercial lending book, including lending to business banking customers, net of provisions and intercompany lending, as at 30 June 2007 was £7.3bn and is included in the following balance sheet headings:

	As at 30.06.07 £m	As at 30.06.06 £m	As at 31.12.06 £m
Loans and advances to customers:			
Secured commercial loans	3,886	2,739	3,159
Unsecured commercial loans	1,261	913	1,097
Net investment in finance leases and hire purchase contracts	1,885	1,880	1,927
Operating lease assets	281	352	300
Assets held for sale (Note 1)	–	391	–
Total commercial lending balances	7,313	6,275	6,483

(Note 1) This related to an anticipated sale of commercial customer leases, which completed in the second half of 2006.

8.1.3 GROUP ITEMS

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Net interest income	–	–	–
Non-interest income	1	–	3
Total income	1	–	3
Operating expenses	(21)	(12)	(25)
Core operating loss	(20)	(12)	(22)

Group Items represent corporate overheads and income not allocated to business units. Operating expenses in the first half of 2007 included a £9m asset write-down incurred as part of the redevelopment of our Bootle administration centre.

8.2 GROUP RESULTS BY INCOME STATEMENT CATEGORY

8.2.1 NET INTEREST INCOME

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Six months ended 31.12.06 £m	Year ended 31.12.06 £m
Net interest income	412	373	408	781
Average balances:				
Interest-earning assets (IEA)	66,057	57,777	62,564	60,190
Financed by:				
Interest-bearing liabilities	60,903	52,441	56,871	54,674
Interest-free liabilities	5,154	5,336	5,693	5,516
	%	%	%	%
Interest spread	0.88	0.93	0.89	0.90
Contribution of interest-free liabilities	0.38	0.37	0.40	0.40
Net interest margin on average IEA	1.26	1.30	1.29	1.30

Group net interest income of £412m was £39m higher than in the first half of 2006, reflecting a 14% increase in average interest-earning assets.

The net interest margin in the first half of 2007 was 1.26%, 0.04% lower than for the whole of 2006, with a 0.11% increase in the Commercial Banking margin and a 0.12% fall in the Retail Banking margin.

We expect the Group net interest margin in the second half of 2007 to be broadly stable compared to the first half of 2007.

8.2.2 NON-INTEREST INCOME

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Fee and commission income	244	257	524
Fee and commission expense	(17)	(13)	(27)
Other operating income	41	28	90
Operating lease income	48	51	100
Core non-interest income	316	323	687
(Losses)/gains from fair value accounting volatility	(4)	3	8
Total	312	326	695

Core non-interest income of £316m was £7m lower than in the first half of 2006, reflecting reductions in both Retail and Commercial Banking.

Fee and commission income has fallen primarily as a result of making a provision against anticipated customer complaints about overdraft fees. Other operating income included £10m excess from the sale of credit card accounts to MBNA (June 2006: £13m), and revenues from the continued active management of the commercial lending book.

The £4m loss (June 2006: £3m gain) from fair value accounting volatility is explained in section 8.3.

8.2.3 ADMINISTRATIVE EXPENSES AND DEPRECIATION

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Staff related expenditure	148	142	290
Post Office/cash business	45	61	134
Marketing costs	20	30	53
Premises, equipment and other	87	82	163
Outsourcing costs	9	10	17
Administrative expenses	309	325	657
Depreciation and amortisation on fixed assets other than operating lease assets	31	16	42
Core operating expenses	340	341	699
Depreciation on operating lease assets	37	40	79
Total costs excluding redundancy costs	377	381	778
Redundancy costs	1	14	24
Total costs	378	395	802
Cost:income ratio (Note 1)	51.8%	54.8%	53.0%

(Note 1) The cost:income ratio is calculated by dividing total costs excluding redundancy costs by total income excluding gains or losses from fair value accounting volatility.

The Group cost:income ratio was 51.8%, compared to 54.8% in the first half of 2006 and 53.0% in 2006 as a whole.

The Group's core operating expenses were £340m in the first half of 2007, £1m lower than in the first half of 2006. Post Office/cash business costs have reduced as a result of one-off and ongoing benefits from the renegotiation of the cash contract in April 2007. Marketing costs in the first half of 2007 were similar to the second half of 2006, and reflect the increasing volume of business generated via the internet. The depreciation and amortisation charge increased by £15m to £31m in the first half of the year, reflecting the £9m asset write-down relating to the redevelopment of our Bootle administration centre and a higher software amortisation charge.

8.2.4 IMPAIRMENT

The charge for impairment losses can be analysed as follows:

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Six months ended 31.12.06 £m	Year ended 31.12.06 £m
Mortgages	-	(2)	(1)	(3)
Personal loans	42	45	45	90
Current accounts	8	5	5	10
Retail Banking	50	48	49	97
Commercial Banking	6	(1)	9	8
Total	56	47	58	105

The charge for impairment losses in the first half of 2007 was £56m, £9m higher than the first half of 2006. The Retail Banking charge increased by £2m and the Commercial Banking charge increased by £7m.

The closing balances on impairment provisions were as follows:

	As at 30.06.07 £m	As at 31.12.06 £m
Mortgages	13	13
Personal loans	132	127
Current accounts	13	10
Retail Banking	158	150
Commercial Banking	24	18
Total provisions	182	168

Mortgage provisions have remained constant, reflecting continued excellent asset quality.

The increase in provisions for personal loans and current accounts reflects the growth in both our unsecured personal loan book and active current account base.

The total level of Commercial Banking provisions as at 30 June 2007 was £24m (December 2006: £18m). Commercial Banking provisions represented 0.3% (December 2006: 0.3%) of commercial lending balances. In addition to the provisions shown above, there was a £4m (December 2006: £4m) residual value provision against operating lease assets. Of the leasing book of £2.2bn, 41% was bank guaranteed (December 2006: 45%). There were no treasury impairment provisions.

Of the total provisions of £182m at the end of June 2007, collective impairment provisions were £167m (December 2006: £158m) and individual impairment provisions were £15m (December 2006: £10m).

8.2.5 TAXATION

The tax charge for the period to 30 June 2007 was £77.5m (June 2006: £37.5m).

The underlying effective tax rate in the first half of 2007 was 27.6% (June 2006: 27.2%).

Statutory profit before tax for the first half of 2007 was £290.1m. In calculating the underlying effective tax rate adjustments have been made for a tax credit of £1.2m in respect of the £4.1m fair value accounting volatility loss and a tax credit of £0.3m in respect of £1.1m of redundancy costs. Underlying profits have also been adjusted for the appropriation of profit of £8.7m in respect of our innovative tier 1 capital securities.

Statutory profit before tax for the first half of 2006 was £256.9m. In calculating the underlying effective tax rate adjustments have been made for the release of a £29.7m tax provision, tax of £0.9m in respect of the £3.0m fair value accounting volatility gain and a tax credit of £4.3m in respect of £14.3m of redundancy costs. Underlying profits have also been adjusted for the appropriation of profit of £8.7m in respect of our innovative tier 1 capital securities.

The recently enacted change in the rate of statutory corporation tax, effective from April 2008, has not had a significant impact on the Group's pre or post tax results for the first half of 2007.

We expect to maintain an underlying effective rate of tax which is below the statutory rate of corporation tax.

8.2.6 PENSIONS

The retirement benefits liability at 30 June 2007 has reduced to £38.6m (December 2006: £47.8m). This is based upon the actuarial assumptions used for the 2006 full year results.

	As at 30.06.07 £m	As at 30.06.06 £m	As at 31.12.06 £m
Deficit in scheme	(19.2)	(79.4)	(26.3)
Post-retirement medical benefits liability	(19.4)	(23.8)	(21.5)
Total retirement benefits liability	(38.6)	(103.2)	(47.8)

8.2.7 DIVIDENDS

We maintain our progressive dividend policy, with an interim dividend up 7% to 18.8p per share (June 2006: 17.6p).

8.3 FAIR VALUE ACCOUNTING VOLATILITY

The fair value accounting volatility loss of £4m (June 2006: £3m gain) represents the net fair value loss on derivative instruments that are matching risk exposure on an economic basis. Some accounting volatility arises on these items due to accounting ineffectiveness on designated hedges, or because hedge accounting has not been adopted or is not achievable on certain items. The loss is primarily due to timing differences in income recognition between the derivative instruments and the hedged assets and liabilities. The impact can be volatile, but will trend to zero over time and has been excluded in reporting the Group's underlying performance.

8.4 SUMMARY BALANCE SHEET

	As at 30.06.07 £m	As at 31.12.06 £m
Assets		
Cash, treasury assets and due from banks	18,026	18,696
Derivative financial instruments	837	692
Loans and advances to customers:		
Secured:		
Residential properties:		
Mortgages	40,214	38,002
Secured personal loans	46	18
Commercial loans	3,886	3,159
Other secured loans	122	243
	44,268	41,422
Unsecured:		
Personal loans	3,817	3,555
Commercial loans	1,261	1,097
Other unsecured loans	142	277
	5,220	4,929
Net investment in finance leases and hire purchase contracts	1,885	1,927
Intangible fixed assets	86	55
Property, plant and equipment	241	255
Operating lease assets	281	300
Other assets	320	281
Total assets	71,164	68,557
Liabilities		
Due to other banks	7,978	8,629
Derivative financial instruments	814	675
Customer accounts:		
Retail Banking	23,285	22,726
Commercial Banking	7,430	6,834
	30,715	29,560
Debt securities in issue	27,425	25,415
Other liabilities	1,069	960
Subordinated loan capital	667	697
Retirement benefit obligations	39	48
Total liabilities	68,707	65,984
Equity		
Innovative tier 1	302	311
Preference shares	294	294
Minority interests	2	-
Ordinary shareholders' funds	1,859	1,968
Total equity and liabilities	71,164	68,557

Total loans to customers, including 'Net investment in finance leases and hire purchase contracts' and 'Operating lease assets', increased by £3.1bn to £51.7bn, primarily reflecting a £2.2bn increase in mortgage assets and a £0.8bn increase in commercial lending. The balance sheet growth was mainly funded by an increase in customer accounts and debt securities in issue.

9 STATUTORY FINANCIAL INFORMATION

9.1 STATUTORY CONSOLIDATED INCOME STATEMENT

	Six months ended 30.06.07 Unaudited £m	Six months ended 30.06.06 Unaudited £m	Year ended 31.12.06 Audited £m
Interest receivable and similar income	1,899.6	1,440.4	3,115.2
Interest expense and similar charges ^(Note 1)	(1,487.3)	(1,067.0)	(2,334.6)
Net interest income	412.3	373.4	780.6
Fee and commission income	244.1	256.9	523.6
Fee and commission expense	(17.2)	(12.7)	(26.8)
(Losses)/gains from fair value accounting volatility	(4.1)	3.0	7.6
Other operating income	89.2	78.9	190.2
Total non-interest income	312.0	326.1	694.6
Operating income	724.3	699.5	1,475.2
Administrative expenses:			
Core administrative expenses	(309.3)	(325.0)	(656.8)
Redundancy costs	(1.1)	(14.3)	(24.2)
Total administrative expenses	(310.4)	(339.3)	(681.0)
Depreciation and amortisation:			
On fixed assets excluding operating lease assets	(21.4)	(16.4)	(42.0)
On operating lease assets	(37.1)	(40.0)	(78.5)
Impairment of tangible fixed assets	(9.3)	-	-
	(67.8)	(56.4)	(120.5)
Total costs	(378.2)	(395.7)	(801.5)
Impairment losses on loans and advances	(56.0)	(46.9)	(104.8)
Profit before tax	290.1	256.9	568.9
Tax	(77.5)	(37.5)	(118.8)
Profit after tax	212.6	219.4	450.1
Profit attributable to:			
Innovative tier 1 holders	8.7	8.7	17.5
Minority interests	1.6	-	0.4
Preference shareholders	18.7	-	-
Ordinary shareholders of Alliance & Leicester plc	183.6	210.7	432.2
Earnings per share:			
Basic earnings per ordinary share	41.8p	46.7p	96.4p
Diluted earnings per ordinary share	41.6p	46.3p	95.9p

(Note 1) includes £1.7m (June 2006: £2.1m gain, December 2006: £8.1m loss) in respect of forward exchange losses on foreign exchange derivatives.

9.2 STATUTORY CONSOLIDATED BALANCE SHEET

	As at 30.06.07 Unaudited £m	As at 30.06.06 Unaudited £m	As at 31.12.06 Audited £m
Assets			
Cash and balances with central banks	1,589.1	1,524.0	2,224.0
Due from other banks	1,680.4	2,661.6	2,948.7
Trading securities	1,627.2	624.9	1,152.9
Derivative financial instruments	837.3	474.1	691.8
Loans and advances to customers	49,487.5	43,331.2	46,350.7
Net investment in finance leases and hire purchase contracts	1,885.3	1,880.3	1,926.9
Investment securities:			
– available-for-sale	11,521.3	9,813.8	10,482.8
– held-to-maturity	400.2	344.7	364.7
– loans and receivables	150.3	150.3	150.3
– at fair value through profit or loss	1,057.2	530.7	1,373.3
Intangible fixed assets	85.7	31.6	54.7
Property, plant and equipment	241.1	254.4	255.0
Operating lease assets	281.0	351.6	300.5
Deferred tax assets	6.0	–	–
Other assets	238.1	213.4	220.5
Prepayments and accrued income	76.0	66.0	60.2
Assets held for sale	–	390.8	–
Total assets	71,163.7	62,643.4	68,557.0
Liabilities			
Due to other banks	7,978.3	6,636.7	8,629.6
Derivative financial instruments	813.8	496.1	675.4
Due to customers	30,715.0	28,240.2	29,559.4
Debt securities in issue	27,425.4	22,462.4	25,415.4
Other liabilities	407.7	310.5	417.1
Current tax liabilities	38.8	29.5	21.3
Fair value macro hedges	386.2	114.7	181.7
Accruals and deferred income	236.6	238.9	197.9
Deferred tax liabilities	–	173.4	141.9
Other borrowed funds	666.5	915.2	696.7
Retirement benefit obligations	38.6	103.2	47.8
Liabilities directly associated with assets held for sale	–	391.9	–
Total liabilities	68,706.9	60,112.7	65,984.2
Equity			
Innovative tier 1	301.8	301.8	310.6
Preference shares	294.0	294.0	294.0
Minority interests	2.1	–	0.4
	597.9	595.8	605.0
Called up share capital	215.1	225.3	219.0
Share premium account	119.3	96.8	105.6
Capital redemption reserve	84.7	73.0	79.9
Reserve for share-based payments	23.3	14.6	21.0
Available-for-sale reserve	4.5	4.3	4.2
Cash flow hedging reserve	(59.5)	(10.0)	(19.3)
Retained earnings	1,471.5	1,530.9	1,557.4
Total ordinary shareholders' equity	1,858.9	1,934.9	1,967.8
Total equity and liabilities	71,163.7	62,643.4	68,557.0

9.3 STATUTORY CONSOLIDATED STATEMENT OF RECOGNISED INCOME AND EXPENSE

	Six months ended 30.06.07 Unaudited £m	Six months ended 30.06.06 Unaudited £m	Year ended 31.12.06 Audited £m
Available-for-sale investments:			
Valuation gains/(losses) taken to equity	0.4	(2.0)	(1.7)
Net losses transferred to profit on disposal	–	(0.1)	(0.5)
Cash flow hedges:			
Losses taken to equity	(54.5)	(46.1)	(57.6)
Transferred to net profit	(2.9)	(0.3)	(2.1)
Actuarial gains on retirement benefit obligations	–	–	49.7
Tax on items taken directly in equity	17.1	14.5	3.6
Net expense recognised directly in equity	(39.9)	(34.0)	(8.6)
Profit after tax	212.6	219.4	450.1
Innovative tier 1 holders	(8.7)	(8.7)	(17.5)
Minority interests	(1.6)	–	(0.4)
Preference shareholders	(18.7)	–	–
Total recognised income for the period attributable to ordinary shareholders of Alliance & Leicester plc	143.7	176.7	423.6

9.4 STATUTORY CONSOLIDATED CASH FLOW STATEMENT

	Six months ended 30.06.07 Unaudited £m	Six months ended 30.06.06 Unaudited £m	Year ended 31.12.06 Audited £m
Cash flows from operating activities			
Profit before tax	290.1	256.9	568.9
Increase in accrued income and prepayments	(15.6)	(11.1)	(9.9)
Increase/(decrease) in accruals and deferred income	27.9	(22.9)	(145.1)
Provisions for impairment	56.0	46.9	104.8
Loans and advances written off net of recoveries	(44.6)	(43.6)	(102.6)
Depreciation and amortisation	58.9	61.9	120.1
Interest on subordinated loan added back	21.8	20.6	52.3
Provisions for liabilities and charges	(9.2)	(3.7)	(9.4)
Unamortised costs on subordinated debt	-	0.2	0.4
Other non-cash movements	(5.6)	-	(32.4)
Cash generated from operations	379.7	305.2	547.1
Interest paid on loan capital	(21.8)	(20.6)	(52.3)
Tax paid	(31.5)	(32.4)	(80.6)
Cash flows from operating profits before changes in operating assets and liabilities	326.4	252.2	414.2
Changes in operating assets and liabilities:			
Net decrease in treasury and other eligible bills	-	17.1	17.1
Net increase in amounts due from other banks and loans and advances to customers	(1,782.6)	(3,520.0)	(6,798.4)
Net increase in debt and equity securities	(435.7)	(221.9)	(967.6)
Net increase in fair value macro hedges	204.5	174.5	241.5
Net (increase)/decrease in other assets	(13.6)	5.2	(1.9)
Net increase in amounts due to other banks and customers	504.3	1,872.5	5,184.6
Net (increase)/decrease in derivative financial instruments	(64.5)	39.3	205.3
Net increase in debt securities in issue	2,010.0	1,057.1	4,010.1
Net (decrease)/increase in other liabilities	(93.5)	272.3	87.8
Net decrease in other borrowed funds	(30.2)	(24.1)	(42.8)
Other non-cash movements	4.8	(0.7)	2.6
Net cash from operating activities	629.9	(76.5)	2,352.5
Cash flows from investing activities			
Purchase of non-dealing securities	(2,272.9)	(2,081.0)	(5,850.7)
Proceeds from sale and redemption of non-dealing securities	1,476.4	1,882.5	4,120.6
Acquisition of subsidiaries, net of cash acquired	(173.0)	-	-
Disposal of subsidiaries, net of cash disposed	87.3	-	327.7
Purchase of intangible assets and property, plant and equipment	(79.8)	(70.8)	(155.3)
Proceeds from sale of property, plant and equipment	19.2	12.4	71.7
Net cash used in investing activities	(942.8)	(256.9)	(1,486.0)
Cash flows from financing activities			
Repayments of borrowed funds	-	-	(200.0)
Issue of ordinary shares	12.5	12.6	22.0
Issue of preference shares	-	294.0	294.0
Repurchase of ordinary shares	(97.5)	-	(151.0)
Dividends paid	(160.1)	(156.3)	(235.1)
Preference dividends paid	(18.7)	-	-
Interest paid on loan capital	(17.5)	(17.5)	(17.5)
Net cash used in financing activities	(281.3)	132.8	(287.6)
Net (decrease)/increase in cash and cash equivalents	(594.2)	(200.6)	578.9
Cash and cash equivalents at beginning of year	2,622.6	2,043.7	2,043.7
Cash and cash equivalents at end of period	2,028.4	1,843.1	2,622.6

10 CAPITAL

From 1 January 2007 Alliance & Leicester has been operating under the Basel II capital regime. Capital disclosures under Basel II are still evolving across the industry. We have therefore updated our capital disclosures to reflect the new regime.

10.1 CAPITAL STRUCTURE

10.1.1 CAPITAL RESOURCES

	As at 30.06.07 £m	As at 01.01.07 £m
Tier 1:		
Core tier 1 capital	1,849	2,002
Preference share capital	294	294
Innovative tier 1	302	311
Total tier 1 (before deductions)	2,445	2,607
Tier 1 deductions:		
Intangible assets (Note 1)	(86)	(55)
Expected losses (Note 2)	(91)	(90)
Total tier 1 deductions	(177)	(145)
Total tier 1 after deductions	2,268	2,462
Tier 2:		
Total tier 2 (before deductions)	613	654
Tier 2 deductions:		
Expected losses (Note 2)	(91)	(90)
Total tier 2 after deductions	522	564
Total capital resources	2,790	3,026

(Note 1) Intangible assets includes capitalised software and goodwill.

(Note 2) Under Basel II a deduction is made for the excess of expected losses over collective provisions. Half of this is deducted from tier 1 capital and half from tier 2 capital.

As part of our 2007 share buyback programme the Group bought back 9.6m shares at a total cost of £109m in the first half of 2007.

10.1.2 RISK WEIGHTED ASSETS

The table below shows the Group's risk weighted assets (RWA) and operational risk under Basel II Pillar I, and the Basel I RWA.

	As at 30.06.07 £m	As at 01.01.07 £m
Basel II – Pillar I		
Risk weighted assets:		
Mortgages	4,684	4,539
Unsecured personal loans	3,877	3,808
Corporates	5,882	4,909
Other	5,118	4,704
Total credit and market RWA	19,561	17,960
Operational risk (Note 1)	2,260	2,260
Total Basel II – Pillar I RWA	21,821	20,220
Total Basel I RWA	34,792	32,180

(Note 1) Notional risk weighted assets calculated at the end of each financial year.

As a result of Basel II, the Group's RWA at 30 June 2007 were 37% lower than they would have been under Basel I, reflecting our high quality assets and risk management processes.

10.1.3 CAPITAL REQUIREMENTS

	As at 30.06.07 £m	As at 01.01.07 £m
Pillar 1 capital requirement	1,746	1,618

The Basel II - Pillar I capital requirement of £1,746m is 8% of total Basel II - Pillar I RWA of £21,821m, which is shown in the table 10.1.2. Our internal assessment of the Pillar II capital requirement is currently around 25% of the Group's Pillar I requirement, prior to any additional FSA capital guidance.

Under Basel II - Pillar III, the Group is required to disclose additional information on its loans and advances. These disclosures will provide more detail of our high quality assets. The Group is currently working on the Pillar III disclosures and our current intention is to publish these on the Group website shortly after publication of the 2007 Annual Report and Accounts.

During the transition to Basel II the Group is required to hold capital at or above a transitional floor. This floor is calculated as 8% of Basel I RWA, less collective provisions, multiplied by a factor of 95% in 2007, 90% in 2008 and 80% in 2009.

Under Basel II neither our internal capital adequacy assessment, nor capital guidance from the FSA, are expressed in terms of a single specific capital ratio. We are therefore not proposing to report capital ratios in the future.

The Group has a strong capital position with total capital resources higher than our Basel II capital requirement.

10.2 RECONCILIATION OF ORDINARY SHAREHOLDERS' FUNDS TO EQUITY TIER 1 CAPITAL

	As at 30.06.07 £m	As at 30.06.06 £m	As at 31.12.06 £m
Ordinary shareholders' funds (equity)	1,859	1,935	1,968
Adjusted for:			
Pension fund deficit add back (Note 1)	14	31	19
Cashflow hedges and available-for-sale assets (Note 2)	55	6	15
Minority interest	2	—	—
Interim dividend (Note 3)	(81)	n/a	n/a
Core tier 1 capital	1,849	1,972	2,002
Intangible assets (Note 4)	(86)	(32)	(55)
Equity tier 1 capital	1,763	1,940	1,947

(Note 1) The regulatory capital rules allow the pension scheme deficit to be added back to regulatory capital and a deduction taken instead for an estimate of the additional contributions to be made in the next 5 years, less associated deferred tax.

(Note 2) Gains or losses on cashflow hedges and available for sale assets are required to be excluded from equity tier 1 capital.

(Note 3) The interim dividend for 2007 is deducted from capital following new FSA guidance effective from 29.06.07.

(Note 4) Intangible assets, including capitalised software and goodwill, are deducted in the calculation of equity tier 1 capital.

10.3 UNDERLYING RETURN ON EQUITY TIER 1 CAPITAL

The Group has a strategic objective to deliver a minimum 20% underlying return on equity tier 1 capital each year. This measure excludes any gain or loss from fair value accounting volatility. The basis of the calculation is consistent with prior years and is analysed below:

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Profit attributable to ordinary shareholders	183.6	210.7	432.2
Adjusted for:			
Redundancy costs	1.1	14.3	24.2
Less associated tax credit	(0.3)	(4.3)	(7.3)
Release of tax provision (Note 1)	—	(29.7)	(29.7)
Losses/(gains) from fair value accounting volatility	4.1	(3.0)	(7.6)
Less associated tax (credit)/charge	(1.2)	0.9	2.3
Core profit after tax	187.3	188.9	414.1
Average equity tier 1	1,855	1,920	1,923
Underlying return on equity tier 1	20.4%	19.8%	21.5%

(Note 1) The tax provision release in 2006 is in respect of the excess received from the disposal of the credit card accounts to MBNA in August 2002.

11 EARNINGS PER SHARE

Basic statutory earnings per ordinary share of 41.8p are calculated by dividing the Group profit attributable to ordinary shareholders of £183.6m by the weighted average number of ordinary shares in issue during the period of 438.8 million.

	Six months ended 30.06.07	Six months ended 30.06.06	Year ended 31.12.06
Group profit attributable to ordinary shareholders	£183.6m	£210.7m	£432.2m
Weighted average number of ordinary shares in issue during the period	438.8m	450.9m	448.4m
Basic statutory earnings per ordinary share	41.8p	46.7p	96.4p

The underlying basic earnings per ordinary share of 42.7p are provided to disclose the trend in earnings excluding the distorting effect of non-operating items and the impacts arising from fair value accounting volatility. This is based on the same number of shares, the core profit after tax for the year after excluding the redundancy costs, impacts arising from fair value accounting volatility and the release of the tax provision relating to the sale of the credit card accounts in the first half of 2006.

	Six months ended 30.06.07 £m	Six months ended 30.06.06 £m	Year ended 31.12.06 £m
Profit attributable to ordinary shareholders	183.6	210.7	432.2
Adjusted for:			
Redundancy costs	1.1	14.3	24.2
Less associated tax credit	(0.3)	(4.3)	(7.3)
Release of tax provision	–	(29.7)	(29.7)
Losses/(gains) from fair value accounting volatility	4.1	(3.0)	(7.6)
Less associated tax (credit)/charge	(1.2)	0.9	2.3
Core profit after tax for the period	187.3	188.9	414.1
Underlying basic earnings per ordinary share	42.7p	41.9p	92.4p

Group profit attributable to ordinary shareholders for the six months to June 2007 includes a full year's coupon of £18.7m on the £300m of preference shares issued in May 2006. There was no corresponding charge in 2006. This has contributed to the fall in the basic statutory earnings per ordinary share and the reduced growth in underlying basic earnings per ordinary share.

The diluted earnings per share of 41.6p are based on the total dilutive potential shares and the Group profit attributable to ordinary shareholders. The total dilutive potential shares are the weighted average number of ordinary shares together with all dilutive financial instruments or rights that may entitle the holder to ordinary shares.

	Six months ended 30.06.07 m	Six months ended 30.06.06 m	Year ended 31.12.06 m
Weighted average number of ordinary shares in issue	438.8	450.9	448.4
Weighted average diluted options outstanding	2.6	3.8	2.3
Total	441.4	454.7	450.7

	As at 30.06.07 m	As at 30.06.06 m	As at 31.12.06 m
Total number of shares in issue	430	451	438

12 BASIS OF PREPARATION

The accounts are prepared in accordance with International Financial Reporting Standards. The accounting policies are consistent with those used for the full year ended 31 December 2006.

The information in this announcement does not constitute statutory accounts within the meaning of Section 240 of the Companies Act 1985. The statutory accounts of Alliance & Leicester plc for the year ended 31 December 2006 have been filed with the Registrar of Companies for England and Wales. The Auditors have reported on those accounts; their report was unqualified and did not contain a statement under sections 237(2) or 237(3) of the Companies Act 1985.

This interim results announcement was approved by the Group Board on 26 July 2007.

Introduction

We have been instructed by the Company to review the financial information for the six months ended 30 June 2007 which comprise the statutory consolidated income statement, balance sheet, statement of recognised income and expense and the cash flow statement. We have read the other information contained in the interim report and considered whether it contains any apparent misstatements or material inconsistencies with the financial information.

This report is made solely to the Company in accordance with Bulletin 1999/4 issued by the Auditing Practices Board. Our work has been undertaken so that we might state to the Company those matters we are required to state to them in an independent review report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company, for our review work, for this report, or for the conclusions we have formed.

Directors' responsibilities

The interim report, including the financial information contained therein, is the responsibility of, and has been approved by, the directors. The directors are responsible for preparing the interim report in accordance with the Listing Rules of the Financial Services Authority which require that the accounting policies and presentation applied to the interim figures are consistent with those applied in preparing the preceding annual accounts except where any changes, and the reasons for them, are disclosed.

Review work performed

We conducted our review in accordance with the guidance contained in Bulletin 1999/4 issued by the Auditing Practices Board for use in the United Kingdom. A review consists principally of making enquiries of group management and applying analytical procedures to the financial information and underlying financial data and, based thereon, assessing whether the accounting policies and presentation have been consistently applied unless otherwise disclosed. A review excludes audit procedures such as tests of controls and verification of assets, liabilities and transactions. It is substantially less in scope than an audit performed in accordance with International Standards on Auditing (UK and Ireland) and therefore provides a lower level of assurance than an audit. Accordingly, we do not express an audit opinion on the financial information.

Review conclusion

On the basis of our review we are not aware of any material modifications that should be made to the financial information as presented for the six months ended 30 June 2007.

Deloitte & Touche LLP
Chartered Accountants
London, England
26 July 2007

14 CONTACTS

Should you have any queries please contact: -

Mark Jones Head of Investor Relations
Stuart Dawkins Director of Corporate Communications
Mark Browne Head of Financial Relations and External Reporting
Press Office

Tel: 0116 200 4492
Tel: 0116 200 3088
Tel: 0116 200 2123
Tel: 0116 200 3355

This report is also available on the Alliance & Leicester corporate web site (www.alliance-leicester-group.co.uk) from 7.00 am on 27 July 2007.

A presentation of the results for analysts and investors will be given on the morning of the results announcement. A live audiocast with synchronised slides of this event will be available from 9.30 am on the Group's corporate web site (www.alliance-leicester-group.co.uk). Later in the day, an archive version of the presentation slides and audio, will be available on the Alliance & Leicester corporate web site.

Alliance & Leicester plc. Registered Office: Carlton Park, Narborough, Leicester LE19 0AL.
Company No: 3263713. Registered in England.

15 SHAREHOLDER INFORMATION

Financial Calendar

Ex dividend date for interim dividend	Wednesday 5 September 2007
Record date for interim dividend	Friday 7 September 2007
Payment date for interim dividend	Monday 8 October 2007
Provisional date for preliminary results 2007 to be announced	Wednesday 20 February 2008
Provisional date for interim results 2008 to be announced	Friday 1 August 2008

Dividends

Interim dividend 2006	17.6p
Final dividend 2006	36.5p
Interim dividend 2007	18.8p

16 FORWARD LOOKING STATEMENTS

This report contains certain forward looking statements with respect to the financial condition, results of operations, and businesses of the Alliance & Leicester Group. These statements and forecasts involve risk and uncertainty because they relate to events and depend upon circumstances that will occur in the future. There are a number of factors which could cause actual results or developments to differ materially from those expressed or implied by these forward looking statements and forecasts. The statements have been made with reference to forecast price changes, economic conditions, the current regulatory environment and the current interpretations of IFRS applicable to past, current and future periods. Nothing in this announcement should be construed as a profit forecast.

END

Alliance & Leicester plc ('the Company')
Voting Rights and Capital

In compliance with the Transparency Directive, Alliance & Leicester would like to notify the market of the following share capital and voting information:

The Company's issued share capital as at 30 August 2007 consists of:

430,363,957 Ordinary Shares of 50p each with voting rights, and

300,000,000 Preference Shares of £1 each with no equity voting rights.

The Company holds no treasury shares.

The total number of shares attracting voting rights in Alliance & Leicester plc is therefore **430,363,957**. This figure may be used by shareholders to determine the percentage of issued share capital they hold in the Company and if they are required to notify their interest in, or a change to their interest in, Alliance & Leicester plc under the FSA's Disclosure and Transparency Rules.

020 7592 1000
020 7592 1000
020 7592 1000

Alliance & Leicester plc ('the Company')
Voting Rights and Capital

In compliance with the Transparency Directive, Alliance & Leicester would like to notify the market of the following share capital and voting information:

The Company's issued share capital as at 30 July 2007 consists of:

430,197,319 Ordinary Shares of 50p each with voting rights, and

300,000,000 Preference Shares of £1 each with no equity voting rights.

The Company holds no treasury shares.

The total number of shares attracting voting rights in Alliance & Leicester plc is therefore **430,197,319**. This figure may be used by shareholders to determine the percentage of issued share capital they hold in the Company and if they are required to notify their interest in, or a change to their interest in, Alliance & Leicester plc under the FSA's Disclosure and Transparency Rules.

**TR-1: NOTIFICATION OF MAJOR
INTERESTS IN SHARES**

File No. 82-4964

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:	Alliance & Leicester PLC
2. Reason for notification (yes/no)	
An acquisition or disposal of voting rights	Yes
An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	
An event changing the breakdown of voting rights	
Other (please specify): _____	
3. Full name of person(s) subject to the notification obligation:	Legal & General Group Plc (L&G)
4. Full name of shareholder(s) (if different from 3.):	Legal & General Assurance (Pensions Management) Limited (PMC)
5. Date of the transaction (and date on which the threshold is crossed or reached if different):	15 August 2007
6. Date on which issuer notified:	17 August 2007
7. Threshold(s) that is/are crossed or reached:	From 3% to 4% (L&G)

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8. Notified details:**A: Voting rights attached to shares**

Class/type of shares if possible using the ISIN CODE	Situation previous to the Triggering transaction		Resulting situation after the triggering transaction				
	Number of Shares	Number of Voting Rights	Number of shares	Number of voting rights		% of voting rights	
			Direct	Direct	Indirect	Direct	Indirect
Ord GBP0.50	15,705,558	15,705,558	17,195,530	17,195,530		4.00	

B: Financial Instruments**Resulting situation after the triggering transaction**

Type of financial instrument	Expiration date	Exercise/ Conversion Period/ Date	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights

Total (A+B)

Number of voting rights	% of voting rights
17,195,530	4.00

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:

Legal & General Group Plc (Direct and Indirect) (Group)

Legal & General Investment Management (Holdings) Limited (LGIMH)
(Direct and Indirect)

Legal & General Investment Management Limited (Indirect) (LGIM)

Legal & General Group Plc (Direct) (L&G) (17,195,530 = 4.00% = LGAS, LGPL & PMC)

Legal & General Investment Management (Holdings)

Legal & General Insurance Holdings Limited (Direct)

Limited (Direct) (LGIMHD) (14,795,741 – 3.44% = PMC) (LGIM)

Legal & General Assurance (Pensions Management)
Limited (PMC) (14,795,741 – 3.44% = PMC)

Legal & General Assurance Society Limited (LGAS
& LGPL)

Legal & General Pensions Limited (Direct) (LGPL)

Proxy Voting:

10. Name of the proxy holder:	N/A
11. Number of voting rights proxy holder will cease to hold:	N/A
12. Date on which proxy holder will cease to hold voting rights:	N/A

13. Additional information:	Notification using the total voting rights figure of 429,067,215
14. Contact name:	Simon Lloyd (Group Secretary)
15. Contact telephone number:	0116 200 4388

END